STEEL STRIPS GROUP

CIN: L27107PB1985PLC006159

STEEL STRIPS WHEELS LTD.
Head Office : **ISO /TS16949 Certified**
SCO 49-50, Sector-26,
Madhya Marg, Chandigarh -160 019 (INDIA)
Tel : +91-172-2793112, 2790979, 2792385
Fax : +91-172-2794834, 2790887
Website : www.sswlindia.com

Email: ssl_ssg@glide.net.in

Ref. /2014/
Dated: 01.10.2014

BSE Limited Department of Corporate Services, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 BSE Scrip Code: 513262	The National Stock Exchange of India Limited Exchange Plaza,C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051 NSE Symbol: SSWL

Sub: Scrutinizers' Reports

Dear Sir,

Please find enclosed herewith Scrutinizers' Report on E- Voting, Polling and a consolidated Report in connection with Resolution passed at Annual General Meeting of the Company held on September 30, 2014.

Thanking you,

Yours faithfully,
For Steel Strips Wheels Limited

(Shaman Jindal)
DGM-Cum-Company Secretary
Encl:a/a

SUSHIL KUMAR SIKKA
M.Com., F.C.S.

S.K. SIKKA & ASSOCIATES
Company Secretaries

5441, Sector 38 (West), Chandigarh - 160 014
Mobile : 98142-61166
E-mail : sikkasushil@gmail.com

SCRUTINIZER'SREPORT
[Pursuant to section 108 of the Companies Act, 2013 and rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014]

To

The Chairman of 28th Annual General Meeting of the members of **Steel Strips Wheels Limited** (the Company) to be held on the 30th day of September, 2014 at 11.00 A.M. at Company's Regd. Office at Village Somalheri/ Lehli, P.O. Dappar, Tehsil Dera Bassi, Distt. S.A.S Nagar, Mohali (Punjab).

Dear Sir,

1. I, Sushil Kumar Sikka, a sole proprietor of S K Sikka & Associates, a Company Secretary in Practice, have been appointed by the Board of Director of **Steel Strips Wheels Limited** (the Company) as a Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the notice to the 28th Annual General Meeting (AGM) of the members of the Company, to be held on the 30th day of September, 2014 at 11.00 A.M. at Company's Regd. Office at Village Somalheri/ Lehli, P.O. Dappar, Tehsil Dera Bassi, Distt. S.A.S Nagar, Mohali (Punjab).

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice to the 28th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e- voting process is restricted to make a Scrutinizer's Report of the votes cast 'in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

3. Further to the above, I submit my report as under:-

a) The e-voting period remained open from Wednesday, 24TH September, 2014 (9:00 A.M) to Friday, 26TH September, 2014 (6:00P.M)

b) The members of the Company as on the "cut-off' date i.e. 22nd August, 2014 were entitled to vote on the resolutions (items no. 1 to 16 as set out in the notice of the 28TH AGM of the Company).

c) The votes cast were unblocked on September 27, 2014 in the presence of 2 witnesses, Ms. Chetna Anand and Ms. Ravneet Kaur who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Chetna Anand.
Name: Chetna Anand

Name: Ravneet Kaur

S.K. SIKKA & A... C.P ... CHA...

4. Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services (India) Limited i.e. https://www.evotingindia.com/evotehome.jsp and based on such reports generated, the result of the e- voting is as under:

Item No.1:-

Ordinary Resolution : Adoption of Financial Statements of the Company for the year ended March 31, 2014 including audited Balance Sheet as at March 31, 2014 and the Statement of Profit & Loss for the year ended on that date and the Reports of Board of Directors' and Auditors' thereon..

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
4	1810	100

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

Item No.2:-

Ordinary Resolution To declare dividend on Equity shares.

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
4	1810	100

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
-	-	-

S.K. SIKKA & ASSOCIATES C.P. No. 3582 CHANDIGARH

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

Item No.3:-

Ordinary Resolution : Re-appointment of Shri Manohar Lal Jain, retiring by rotation and being eligible, offering himself for re-appointment.

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
4	1810	100

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

Item No.4:-

Ordinary Resolution Re-appointment of Statutory Auditors of the Company from the conclusion of 28th Annual General Meeting (AGM) till the conclusion of the 31 Annual General Meeting of the Company.

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
4	1810	100

S.K. SIKKA & ASSOCIATES * C.P. No. 3582 CHANDIGARH * COMPANY SECRETARIES

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

Item No. 5:-

Ordinary Resolution : Appointment of Sh.Madan Mohan Chopra, as an Independent Director w.e.f.30.09.2014 to 30.09.2016.

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
4	1810	100

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

Item No. 6:-

Ordinary Resolution Appointment of Sh. Sukhbir Singh Grewal, as an Independent Director w.e.f.30.09.2014 to 30.09.2016

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
4	1810	100

S.K. SIKKA & ASSOCIATES C.P. No. 3582 CHANDIGARH

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

Item No. 7:-

Ordinary Resolution Appointment of Sh. Sudhanshu Shekhar Jha, as an Independent Director w.e.f. 30.09.2014 to 30.09.2016:

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
4	1810	100

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

Item No. 8:-

Ordinary Resolution Appointment of Sh. Surinder Kumar Bansal, as an Independent Director w.e.f. 30.09.2014 to 30.09.2016:

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
4	1810	100

S.K. SIKKA & ASSOCIATES * COMPANY SECRETARIES C.P. No. 3582 CHANDIGARH

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

Item No.9:-

Ordinary Resolution Appointment of Sh. Ajit Singh Chatha, as an Independent Director w.e.f. 30.09.2014 to 30.09.2016:

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
4	1810	100

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

ItemNo.10:-

Ordinary Resolution Appointment of Sh. Vijay Narayan Bedekar, as an Independent Director w.e.f.30.09.2014 to 30.09.2016

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
4	1810	100

S.K. SIKKA & ASSOCIATES * C.P. No. 3582 CHANDIGARH * COMPANY SECRETARIES

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

Item No. 11:-

Ordinary Resolution Ratification of the Remuneration to be paid to the Cost Auditors of the Company for the financial year 2014-15

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
4	1810	100

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

S.K. SIKKA & ASSOCIATES * COMPANY SECRETARIES C.P. No. 3592 CHANDIGARH

Item No. 12:-

Special Resolution To approve Borrowings Limit:

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
4	1810	100

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

Item No. 13:-

Special Resolution To authorize Board of directors to create Security:-

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
4	1810	100

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

S.K. SIKKA & ASSOCIATES * C.P. No. 3582 * CHANDIGARH * COMPANY SECRETARIES

Item No. 14:-

Special Resolution To Alter Articles of Association of the Company:-

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
4	1810	100

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

Item No. 15:-

Special Resolution Change in period of office of Sh. Dheeraj Garg, Managing Director, to be liable to determination by retirement of Directors by rotation.

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
4	1810	100

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

S.K. SIKKA & ASSOCIATES * C.P. No. 3582 CHANDIGARH * COMPANY SECRETARIES

Item No. 16:-

Special Resolution Change in period of office of Sh. Andra Veetil Unnikrishnan, Deputy Managing Director, to be liable to determination by retirement of Directors by rotation.

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
4	1810	100

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

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

The Registers, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same shall be handed over to the Company Secretary of Steel Strips Wheels Limited for safe keeping.

Thanking you,

Yours faithfully,

S.K. SIKKA & ASSOCIATES * C.P. No. 3582 * CHANDIGARH * COMPANY SECRETARIES

(Sushil Kumar Sikka)
Practicing Company Secretary
Membership No. FCS 4241
C.P. No. 3582
Place: Chandigarh
Date: 27.09.2014

SUSHIL KUMAR SIKKA
M.Com., F.C.S.

S.K. SIKKA & ASSOCIATES
Company Secretaries

5441, Sector 38 (West), Chandigarh - 160 014
Mobile : 98142-61166
E-mail : sikkasushil@gmail.com

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 Chairman of 28th Annual General Meeting of the members of Steel Strips Wheels Limited (the Company) held on Tuesday, the 30th day of September, 2014 at 11.00 A.M. at Company's Regd. Office at Village Somalheri/ Lehli, P.O. Dappar, Tehsil Dera Bassi, Distt. S.A.S Nagar, Mohali (Punjab).

Dear Sir,

I, Sushil Kumar Sikka, sole proprietor of S K Sikka & Associates, a Company Secretary in practice have been appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 28th Annual General Meeting (AGM) of the members of the Company, held on Tuesday, the 30th day of September, 2014 at 11.00 A.M. at Village Somalheri/ Lehli, P.O. Dappar, Tehsil Dera Bassi, Distt. S.A.S Nagar, Mohali (Punjab), submit my Report as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling was locked in my presence with due identification marks placed by me.

2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents 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. The result of the Poll is as under:

Item No.1:-

Ordinary Resolution Adoption of Financial Statements of the Company for the year ended March 31, 2014 including audited Balance Sheet as at March 31, 2014 and the Statement of Profit & Loss for the year ended on that date and the Reports of Board of Directors' and Auditors' thereon..

(i) Voted in **favour** of 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
90	8765382	100

S.K. SIKKA & ASSOCIATES * C.P. No. 3582 CHANDIGARH * COMPANY SECRETARIES

(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
-	-	-

(iii) **Invalid votes:**

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

Item No.2:-

Ordinary Resolution To declare dividend on Equity shares.

(i) Voted in **favour** of 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
90	8765382	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
-	-	-

(iii) **Invalid votes:**

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

S.K. SIKKA & ASSOCIATES C.P. No. 3582 CHANDIGARH COMPANY SECRETARIES

Item No.3:-

Ordinary Resolution Re-appointment of Shri Manohar Lal Jain, retiring by rotation and being eligible, offering himself for re-appointment..

(i) Voted in **favour** of 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
89	8749282	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
-	-	-

(iii) **Invalid** votes:

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

Item No.4:-

Ordinary Resolution Re-appointment of Statutory Auditors of the Company from the conclusion of 28th Annual General Meeting (AGM) till the conclusion of the 31 Annual General Meeting of the Company.

(i) Voted in **favour** of 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
90	8765382	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
-	-	-

(iii) **Invalid** votes:

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

Item No. 5:-

Ordinary Resolution : Appointment of Sh.Madan Mohan Chopra, as an Independent Director w.e.f.30.09.2014 to 30.09.2016.:

(i) Voted in **favour** of 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
90	8765382	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
-	-	-

(iii) **Invalid** votes:

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

Item No. 6:-

Ordinary Resolution Appointment of Sh. Sukhbir Singh Grewal, as an Independent Director w.e.f.30.09.2014 to 30.09.2016

(i) Voted in **favour** of 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
90	8765382	100

S.K. SIKKA & ASSOCIATES * COMPANY SECRETARIES * C.P. No. 3582 CHANDIGARH

(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
-	-	-

(iii) **Invalid** votes:

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

Item No. 7:-

Ordinary Resolution Appointment of Sh. Sudhanshu Shekhar Jha, as an Independent Director w.e.f. 30.09.2014 to 30.09.2016:

(i) Voted in **favour** of 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
90	8765382	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
-	-	-

(iii) **Invalid** votes:

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

S.K. SIKKA & ASSOCIATES * C.P. No. 3582 * CHANDIGARH * COMPANY SECRETARIES

Item No. 8:-

Ordinary Resolution Appointment of Sh. Surinder Kumar Bansal, as an Independent Director w.e.f. 30.09.2014 to 30.09.2016:

(i) Voted in **favour** of 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
90	8765382	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
-	-	-

(iii) **Invalid** votes:

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

Item No.9:-

Ordinary Resolution Appointment of Sh. Ajit Singh Chatha, as an Independent Director w.e.f. 30.09.2014 to 30.09.2016:

(i) Voted in **favour** of 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
90	8765382	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
-	-	-

S.K. SIKKA & ASSOCIATES * C.P. No. 3582 * CHANDIGARH * COMPANY SECRETARIES

(iii) **Invalid** votes:

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

ItemNo.10:-

Ordinary Resolution Appointment of Sh. Vijay Narayan Bedekar, as an Independent Director w.e.f.30.09.2014 to 30.09.2016

(i) Voted in **favour** of 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
90	8765382	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
-	-	-

(iii) **Invalid** votes:

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

Item No. 11:-

Ordinary Resolution Ratification of the Remuneration to be paid to the Cost Auditors of the Company for the financial year 2014-15

(i) Voted in **favour** of 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
90	8765382	100

S.K. SIKKA & ASSOCIATES * C.P. No. 3582 * CHANDIGARH * COMPANY SECRETARIES

(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
-	-	-

(iii) **Invalid** votes:

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

Item No. 12:-

Special Resolution To approve Borrowings Limit

(i) Voted in **favour** of 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
90	8765382	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
-	-	-

(iii) **Invalid** votes:

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

S.K. SIKKA & ASSOCIATES * C.P. No. 3582 * CHANDIGARH * COMPANY SECRETARIES

Item No. 13:-

Special Resolution To authorize Board of directors to create Security

(i) Voted in **favour** of 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
90	8765382	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
-	-	-

(iii) **Invalid** votes:

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

Item No. 14:-

Special Resolution To Alter Articles of Association of the Company

(i) Voted in **favour** of 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
90	8765382	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
-	-	-

S.K. SIKKA & ASSOCIATES * C.P. No. 3582 CHANDIGARH * COMPANY SECRETARIES

(iii) **Invalid** votes:

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

Item No. 15:-

Special Resolution Change in period of office of Sh. Dheeraj Garg, Managing Director, to be liable to determination by retirement of Directors by rotation.

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

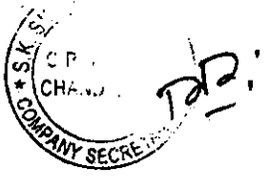
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Present-90 Voting-84	3749023	100

(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
-	-	-

(iii) **Invalid** votes:

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



Item No. 16:-

Special Resolution Change in period of office of Sh. Andra Veetil Unnikrishnan, Deputy Managing Director, to be liable to determination by retirement of Directors by rotation.

(i) Voted in **favour** of 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
90	8765382	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
-	-	-

(iii) **Invalid** votes:

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

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.

Thanking you,

Yours faithfully,

S.K. SIKKA & ASSOCIATES * COMPANY SECRETARIES * C.P. No. 3582 CHANDIGARH

(Sushil Kumar Sikka)
Practicing Company Secretary
Membership No. FCS 4241
C.P. No. 3582
Place: Chandigarh
Date: 01.10.2014

SUSHIL KUMAR SIKKA
M.Com., F.C.S.

S.K. SIKKA & ASSOCIATES
Company Secretaries

5441, Sector 38 (West), Chandigarh - 160 014
Mobile : 98142-61166
E-mail : sikkasushil@gmail.com

To

The Chairman of 28TH Annual General Meeting of the members of Steel Strips Wheels Limited (the Company) held on the 30TH day of September, 2014 at 11.00 A.M. at Company's Regd. Office at Village Somalheri/ Lehli, P.O. Dappar, Tehsil Dera Bassi, Distt. S.A.S Nagar, Mohali (Punjab)

Dear Sir,

Subject: Resolutions passed at 28th Annual General Meeting through E-voting/Poll.

I, Sushil Kumar Sikka, Sole Proprietor of S K Sikka & Associates, a Company Secretary in practice have been appointed as Scrutinizer pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 to conduct electronic voting process and to scrutinize physical ballot forms received from the shareholders/proxies in respect of the below mentioned resolutions passed at the 28TH Annual General Meeting (AGM) of the members of the Company held on the 30TH day of September, 2014.

The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL,) for conducting e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot papers to the members who do not have access to e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of August 22, 2014, were entitled to vote on the proposed resolutions as set out at items nos. 1 to 16 in the Notice of the 28TH AGM of Steel Strips Wheels Limited.

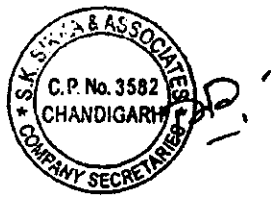
The voting period remained open from Wednesday, 24TH September, 2014 (9:00 A.M) to Friday, 26TH September, 2014 (6:00 P.M) and the CDSL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of two witnesses who were not in the employment of the company. Votes cast through Physical ballot forms were considered in the AGM.

I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the CDSL e-voting system and the ballot forms received respectively.

I, now submit my Report as under on the result of the voting through electronic means physical mode in respect of the said Resolutions

Item No.1:-

Ordinary Resolution : Adoption of Financial Statements of the Company for the year ended March 31, 2014 including audited Balance Sheet as at March 31, 2014 and the Statement of Profit & Loss for the year ended on that date and the Reports of Board of Directors' and Auditors' thereon.



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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	4	1810	
Physical	90	8765382	
Total	**94**	**8767192**	**100**

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-
Total	-	-	-

(iii) **Invalid** votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

Item No.2:-

Ordinary Resolution :To declare dividend on Equity shares

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	4	1810	
Physical	90	8765382	
Total	**94**	**8767192**	**100**

S.K. SIKKA & ASSOCIATES * C.P. No. 3582 * CHANDIGARH * COMPANY SECRETARIES

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-
Total	-	-	-

(iii) **Invalid** votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

Item No.3:-

Ordinary Resolution Re-appointment of Shri Manohar Lal Jain, retiring by rotation and being eligible, offering himself for re-appointment.

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	4	1810	
Physical	89	8749282	
Total	**93**	**8751092**	**100**

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-
Total	-	-	-

S.K. SIKKA & ASSOCIATES C.P. No. 3582 CHANDIGARH COMPANY SECRETARIES

(iii) **Invalid** votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

Item No.4:-

Ordinary Resolution Re-appointment of Statutory Auditors of the Company from the conclusion of 28th Annual General Meeting (AGM) till the conclusion of the 31 Annual General Meeting of the Company

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	4	1810	
Physical	90	8765382	
Total	**94**	**8767192**	**100**

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-
Total	-	-	-

(iii) **Invalid** votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

S.K. SIKKA & ASSOCIATES * C.P. No. 3582 CHANDIGARH * COMPANY SECRETARIES

Item No. 5:-

Ordinary Resolution Appointment of Sh.Madan Mohan Chopra, as an Independent Director w.e.f.30.09.2014 to 30.09.2016

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	4	1810	
Physical	90	8765382	
Total	**94**	**8767192**	**100**

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-
Total	-	-	-

(iii) **Invalid** votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

Item No. 6:-

Ordinary Resolution Appointment of Sh. Sukhbir Singh Grewal, as an Independent Director w.e.f.30.09.2014 to 30.09.2016

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	4	1810	
Physical	90	8765382	
Total	**94**	**8767192**	**100**

S.K. SIKKA & ASSOCIATES ★ C.P. No. 3582 CHANDIGARH ★ COMPANY SECRETARIES

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-
Total	-	-	-

(iii) **Invalid** votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

Item No. 7:-

Ordinary Resolution Appointment of Sh. Sudhanshu Shekhar Jha, as an Independent Director w.e.f. 30.09.2014 to 30.09.2016.

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	4	1810	
Physical	90	8765382	
Total	**94**	**8767192**	**100**

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-
Total	-	-	-

S.K. SIKKA & ASSOCIATES * COMPANY SECRETARIES C.P. No. 3582 CHANDIGARH

(iii) **Invalid** votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

Item No. 8:-

Ordinary Resolution Appointment of Sh. Surinder Kumar Bansal, as an Independent Director w.e.f. 30.09.2014 to 30.09.2016.

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	4	1810	
Physical	90	8765382	
Total	**94**	**8767192**	**100**

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-
Total	-	-	-

(iii) **Invalid** votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

S.K. SIKKA & ASSOCIATES * C.P. No. 3582 * CHANDIGARH * COMPANY SECRETARIES

Item No.9:-

Ordinary Resolution Appointment of Sh. Ajit Singh Chatha, as an Independent Director w.e.f. 30.09.2014 to 30.09.2016.

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	4	1810	
Physical	90	8765382	
Total	**94**	**8767192**	**100**

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-
Total	-	-	-

(iii) **Invalid** votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

ItemNo.10:-

Ordinary Resolution Appointment of Sh. Vijay Narayan Bedekar, as an Independent Director w.e.f.30.09.2014 to 30.09.2016

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	4	1810	
Physical	90	8765382	
Total	**94**	**8767192**	**100**

S.K. SIKKA & ASSOCIATES * C.P. No. 3582 * CHANDIGARH * COMPANY SECRETARIES

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-
Total	-	-	-

(iii) **Invalid** votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

Item No. 11:-

Ordinary Resolution Ratification of the Remuneration to be paid to the Cost Auditors of the Company for the financial year 2014-15.

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	4	1810	
Physical	90	8765382	
Total	**94**	**8767192**	**100**

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-
Total	-	-	-

S.K. SIKKA & ASSOCIATES * COMPANY SECRETARIES C.P. No. 3582 CHANDIGARH

(iii) **Invalid** votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

Item No. 12:-

Special Resolution To approve Borrowings Limit..

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	4	1810	
Physical	90	8765382	
Total	**94**	**8767192**	**100**

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-
Total	-	-	-

(iii) **Invalid** votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

S.K. SIKKA & ASSOCIATES * C.P. No. 3582 CHANDIGARH COMPANY SECRETARIES

Item No. 13:-

Special Resolution To authorize Board of directors to create Security

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	4	1810	
Physical	90	8765382	
Total	**94**	**8767192**	**100**

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-
Total	-	-	-

(iii) **Invalid** votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

Item No. 14:-

Special Resolution To Alter Articles of Association of the Company.

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	4	1810	
Physical	90	8765382	
Total	**94**	**8767192**	**100**

S.K. SIKKA & ASSOCIATES * COMPANY SECRETARIES C.P. No. 3582 CHANDIGARH

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-
Total	-	-	-

(iii) **Invalid** votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

Item No. 15:-

Special Resolution Change in period of office of Sh. Dheeraj Garg, Managing Director, to be liable to determination by retirement of Directors by rotation..

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	4	1810	
Physical	84	3749023	
Total	**88**	**3750833**	**100**

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-		-
Total	-	-	-

S.K. SIKKA & ASSOCIATES * C.P. No. 3582 * CHANDIGARH * COMPANY SECRETARIES

(iii) **Invalid** votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

Item No. 16:-

Special Resolution Change in period of office of Sh. Andra Veetil Unnikrishnan, Deputy Managing Director, to be liable to determination by retirement of Directors by rotation.

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	4	1810	
Physical	90	8765382	
Total	**94**	**8767192**	**100**

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-
Total	-	-	-

(ii) **Invalid** votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

S.K. SIKKA & ASSOCIATES * COMPANY SECRETARIES C.P. No. 3582 CHANDIGARH

The Registers, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same shall be handed over to the Company Secretary of Steel Strips Wheels Limited for safe keeping.

Thanking you,

Yours faithfully,

S.K. SIKKA & ASSOCIATES * COMPANY SECRETARIES * C.P. No. 3582 CHANDIGARH

(Sushil Kumar Sikka)
Practicing Company Secretary
Membership No. FCS 4241
C.P. No. 3582
Place: Chandigarh
Date: 01-10-2014