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

Date of AGM	**Monday, September 29, 2014**
No. of shareholders on record date	7375
No. of Shareholders present in the meeting either in person or through proxy: - Promoters and Promoter Group: - Public:	 **1** **92**
No. of Shareholders attended the meeting through Video Conferencing - Promoters and Promoter Group: - Public:	**NA**

AGENDA WISE

The mode of voting for all the resolutions was:

1. **E-voting conducted between September 23, 2014 to September 25, 2014 and**
2. **Poll conducted at AGM**

Given below is the resolution wise combined result of E-voting and Poll:

Resolution No. 1 - Adoption of Audited Balance Sheet as at March 31, 2014 and Profit & Loss Account for the year ended on that date along with the Report of the Directors and the Auditors thereon:

Promoter/ Public	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 (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% 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	74,79,595	74,79,595	100	74,79,595	0	100	0
Public – Institutional holders	6,991	0	0	0	0	0	0
Public others	25,13,414	2,66,579	10.61	2,66,579	0	100	0
Total	1,00,00,000	77,46,174	77.46	77,46,174	0	100	0

Based on above, the Ordinary Resolution has been passed unanimously.

Resolution No. 2 - Declare dividend to the equity shareholders for the year ended March 31, 2014

Promoter/Public	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 (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% 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	74,79,595	74,79,595	100	74,79,595	0	100	0
Public – Institutional holders	6,991	0	0	0	0	0	0
Public others	25,13,414	2,66,579	10.61	2,66,579	0	100	0
Total	1,00,00,000	77,46,174	77.46	77,46,174	0	100	0

Based on above, the Ordinary Resolution has been passed unanimously.

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.

Promoter/Public	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 (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% 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	74,79,595	74,79,595	100.00	74,79,595	0	100.00	0
Public – Institutional holders	6,991	0	0	0	0	0	0
Public others	25,13,414	2,66,579	10.61	2,66,479	100.00	99.9625	0.0375
Total	1,00,00,000	77,46,174	77.46	77,46,074	100.00	99.9987	0.0013

Based on above, the Ordinary Resolution has been passed by requisite majority.

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

Promoter/Public	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 (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% 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	74,79,595	74,79,595	100.00	74,79,595	0	100.00	0
Public – Institutional holders	6,991	0	0	0	0	0	0
Public others	25,13,414	2,66,579	10.61	2,66,479	100.00	99.9625	0.037
Total	1,00,00,000	77,46,174	77.46	77,46,074	100.00	99.9987	0.001

Based on above, the Ordinary Resolution has been passed by requisite majority.

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 2014-15 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.

Promoter/Public	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 (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% 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	74,79,595	74,79,595	100.00	74,79,595	0	100.00	0
Public – Institutional holders	6,991	0	0	0	0	0	0
Public others	25,13,414	2,66,579	10.61	2,66,479	100.00	99.9625	0.037
Total	1,00,00,000	77,46,174	77.46	77,46,074	100.00	99.9987	0.001

Based on above, the Ordinary Resolution has been passed by requisite majority.

Resolution No. 6 – Appointment of Mr. Sunil Kant Munjal (DIN 00003902) as an Independent Director

Promoter/Public	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 (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% 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	74,79,595	74,79,595	100	74,79,595	0	100	0
Public – Institutional holders	6,991	0	0	0	0	0	0
Public others	25,13,414	2,66,579	10.61	2,66,579	0	100	0
Total	1,00,00,000	77,46,174	77.46	77,46,174	0	100	0

Based on above, the Ordinary Resolution has been passed unanimously.

Resolution No. 7 – Appointment of Mr. Bhagwan Dass Narang, (DIN 00038502) as an Independent Director

Promoter/Public	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 (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% 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	74,79,595	74,79,595	100	74,79,595	0	100	0
Public – Institutional holders	6,991	0	0	0	0	0	0
Public others	25,13,414	2,66,579	10.61	2,66,579	0	100	0
Total	1,00,00,000	77,46,174	77.46	77,46,174	0	100	0

Based on above, the Ordinary Resolution has been passed unanimously.

Resolution No. 8 – Appointment of Mr. Surrinder Lal Kapur, (DIN 00033312) as an Independent Director.

Promoter/Public	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 (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% 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	74,79,595	74,79,595	100	74,79,595	0	100	0
Public – Institutional holders	6,991	0	0	0	0	0	0
Public others	25,13,414	2,66,579	10.61	2,66,579	0	100	0
Total	1,00,00,000	77,46,174	77.46	77,46,174	0	100	0

Based on above, the Ordinary Resolution has been passed unanimously.

Resolution No. 9 – Appointment of Dr. Vinayshil Gautam, (DIN 00037909) as an Independent Director.

Promoter/Public	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 (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% 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	74,79,595	74,79,595	100	74,79,595	0	100	0
Public – Institutional holders	6,991	0	0	0	0	0	0
Public others	25,13,414	2,66,579	10.61	2,66,579	0	100	0
Total	1,00,00,000	77,46,174	77.46	77,46,174	0	100	0

Based on above, the Ordinary Resolution has been passed unanimously.

Resolution No. 10 – Revision in the remuneration of Mr. Neeraj Munjal (DIN 00037792) Managing Director.

Promoter/Public	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 (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% 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	74,79,595	74,79,595	100	74,79,595	0	100	0
Public – Institutional holders	6,991	0	0	0	0	0	0
Public others	25,13,414	2,66,579	10.61	2,66,579	0	100	0
Total	1,00,00,000	77,46,174	77.46	77,46,174	0	100	0

Based on above, the Ordinary Resolution has been passed unanimously.

Resolution No. 11 – Modification in the terms of appointment of Mrs. Charu Munjal (DIN 03094545), Whole-time Director

Promoter/Public	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 (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% 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	74,79,595	74,79,595	100.00	74,79,595	0	100.00	0
Public – Institutional holders	6,991	0	0	0	0	0	0
Public others	25,13,414	2,66,579	10.61	2,66,479	100.00	99.9625	0.0375
Total	1,00,00,000	77,46,174	77.46	77,46,074	100.00	99.9987	0.0013

Based on above, the Special Resolution has been passed by requisite majority.

Resolution No. 12 – Revision in the remuneration of Mrs. Charu Munjal (DIN 03094545), Wholetime Director.

Promoter/Public	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 (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% 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	74,79,595	74,79,595	100.00	74,79,595	0	100.00	0
Public – Institutional holders	6,991	0	0	0	0	0	0
Public others	25,13,414	2,66,579	10.61	2,66,479	100.00	99.9625	0.0375
Total	1,00,00,000	77,46,174	77.46	77,46,074	100.00	99.9987	0.0013

Based on above, the Ordinary Resolution has been passed by requisite majority.

Resolution No. 13 – Modification in the terms of appointment of Dr. Anil Kumar Gupta (DIN 02643623), Whole-time Director

Promoter/Public	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 (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% 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	74,79,595	74,79,595	100.00	74,79,595	0	100.00	0
Public – Institutional holders	6,991	0	0	0	0	0	0
Public others	25,13,414	2,66,579	10.61	2,66,479	100.00	99.9625	0.0375
Total	1,00,00,000	77,46,174	77.46	77,46,074	100.00	99.9987	0.0013

Based on above, the Special Resolution has been passed by requisite majority.

Resolution No. 14 – Revision in the remuneration of Dr. Anil Kumar Gupta (DIN 02643623)

Promoter/Public	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 (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% 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	74,79,595	74,79,595	100.00	74,79,595	0	100.00	0
Public – Institutional holders	6,991	0	0	0	0	0	0
Public others	25,13,414	2,66,579	10.61	2,66,479	100.00	99.9625	0.0375
Total	1,00,00,000	77,46,174	77.46	77,46,074	100.00	99.9987	0.0013

Based on above, the Ordinary Resolution has been passed by requisite majority.

Resolution No. 15 – Sub-division of shares of the Company

Promoter/Public	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 (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% 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	74,79,595	74,79,595	100	74,79,595	0	100	0
Public – Institutional holders	6,991	0	0	0	0	0	0
Public others	25,13,414	2,66,579	10.61	2,66,579	0	100	0
Total	1,00,00,000	77,46,174	77.46	77,46,174	0	100	0

Based on above, the Ordinary Resolution has been passed unanimously.

Resolution No. 16 – Alteration of Memorandum of Association of the Company.

Promoter/Public	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 (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% 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	74,79,595	74,79,595	100	74,79,595	0	100	0
Public – Institutional holders	6,991	0	0	0	0	0	0
Public others	25,13,414	2,66,579	10.61	2,66,579	0	100	0
Total	1,00,00,000	77,46,174	77.46	77,46,174	0	100	0

Based on above, the Special Resolution has been passed unanimously.

Resolution No. 17 – Alteration of Articles of Association of the Company

Promoter/Public	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 (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% 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	74,79,595	74,79,595	100	74,79,595	0	100	0
Public – Institutional holders	6,991	0	0	0	0	0	0
Public others	25,13,414	2,66,579	10.61	2,66,579	0	100	0
Total	1,00,00,000	77,46,174	77.46	77,46,174	0	100	0

Based on above, the Special Resolution has been passed unanimously.

Resolution No. 18 – Remuneration of the Cost Auditors for the financial year ending March 31, 2015

Promoter/Public	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 (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% 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	74,79,595	74,79,595	100	74,79,595	0	100	0
Public – Institutional holders	6,991	0	0	0	0	0	0
Public others	25,13,414	2,66,579	10.61	2,66,579	0	100	0
Total	1,00,00,000	77,46,174	77.46	77,46,174	0	100	0

Based on above, the Ordinary Resolution has been passed unanimously.

Resolution No. 19 – Borrowing in excess of the paid-up capital and free reserves.

Promoter/Public	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 (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% 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	74,79,595	74,79,595	100.00	74,79,595	0	100.00	0
Public – Institutional holders	6,991	0	0	0	0	0	0
Public others	25,13,414	2,66,579	10.61	2,66,477	102.00	99.9617	0.0383
Total	1,00,00,000	77,46,174	77.46	77,46,072	102.00	99.9987	0.0013

Based on above, the Special Resolution has been passed by requisite majority.

For SHIVAM AUTOTECH LIMITED

DAVENDRA UJLAYAN
COMPANY SECRETARY
M.No. 8125