



SIR SHADI LAL ENTERPRISES LTD.

SHAMLI - 247 776 (UP), TEL : (01398) 250064, 250082, FAX : 01398 - 250032, E-MAIL : udsm_shamli@sify.com

CIN No.L51909DL1933PLC009509

E-mail: udsm_shamli@sirshadilal.com, Website: www.sirshadilal.com

REGISTERED

September 26, 2017

The Department of Corporate Affairs
Bombay Stock Exchange Limited
25th, Floor, P.J.Towers
Dalal Street
Mumbai - 400 001

SCRIP CODE No.: 532879

Subject : Scrutinizers Report on E-Voting by Ballot Paper

Dear Sirs,


This is to inform you that the 83rd Annual General Meeting of the Company held on Tuesday, 26th September, 2017 at PHD House, 4/2, Siri Institutional Area. Opposite Asian Games Village, New Delhi 110 016.

Please find the attached as the consolidated report of the Scrutinizer on remote e- voting and voting by Ballot Paper.

You are requested to acknowledge the receipt of the same and take the above information on your records

Thanking You,

Yours Sincerely
for Sir Shadi Lal Enterprises Limited


(Ajay Kumar Jain)
Company Secretary

Sunil K. Jain & Associates

Company Secretaries

S. K. JAIN
M.COM, ACMA, FCS, DIM,
BAL, PGDIM, PGDFM
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REPORT OF SCRUTINIZER – COMBINED (ON E-VOTING & POLL)

Dated: 26th September, 2017

The Chairman
Sir Shadi Lal Enterprises Limited
4-A, Hansalaya,
15, Barakhamba Road,
New Delhi-110001

Sub: Scrutinizers' Report on Remote E-Voting & Voting by Poll at the 83rd Annual General Meeting of the members of SIR SHADI LAL ENTERPRISES LIMITED Held on Tuesday 26th September, 2017 at PHD House, Opposite Asian Games Village, New Delhi-110016

Dear Sir,

We, Sunil K. Jain & Associates, Company Secretaries (FCS-4089; C.P.No. 4079) have been appointed as the Scrutinizer by:

The Board of Directors of SIR SHADI LAL ENTERPRISES LIMITED vide resolution dated 08th August, 2017 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process held between 23rd September, 2017 to 25th September, 2017.

The Chairman of the Annual General Meeting on Poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the Resolutions contained in the Notice of the 83rd AGM of the members of the Company, held on 26th September, 2017.

Based on the data downloaded from the Official website of the NSDL for the E-Voting process and Ballot papers, We now submit combined report (E-voting and Poll) as under:

Handwritten signature



Item No: 1

Approval and Adoption of Audited Balance sheet as at 31/03/2017 and the Statement of Profit & Loss Account of the Company for the Financial year ended on that date and the Reports of the Directors and Auditors thereon (Ordinary Resolution)

(i). Voted in favour of the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll	% of total number of valid votes cast
10	163	55	2639150	2639313	100

(ii). Voted against the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

(iii). Invalid votes:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll
0	0	1	49	49

RESULT

As all the votes have been cast in favour of the resolution, we report that the Ordinary Resolution with regard to Item no.1 as set out in the Notice of the AGM is passed unanimously.

Naresh



Item No: 2

Appointment of Director in place of Mr. Rahul Lal (DIN: 06575738) who retires by rotation and being eligible offers himself for re-appointment (Ordinary Resolution)

(i).Voted in favour of the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll	% of total number of valid votes cast
10	163	53*	1695729	1695892	100

* Mr. Rajat Lal, a relative of Mr. Rahul Lal , being deemed to be interested in this item, did not cast his vote (as individual as well as Karta of HUF) on this resolution.

(ii). Voted against the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

(iii).Invalid votes:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll
0	0	1	49	49

RESULT

As all the votes have been cast in favour of the resolution ,we report that the Ordinary Resolution with regard to Item no.2 as set out in the Notice of the AGM is passed unanimously.

Devesh



Item No: 3

Appointment of Director in place of Mr. Ajit Hoon (DIN: 00540300) who retires by rotation and being eligible offers himself for re-appointment (Ordinary Resolution)

(i). Voted in favour of the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll	% of total number of valid votes cast
10	163	55	2639150	2639313	100

(ii). Voted against the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

(iii). Invalid votes:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll
0	0	1	49	49

RESULT

As all the votes have been cast in favour of the resolution, we report that the Ordinary Resolution with regard to Item no.3 as set out in the Notice of the AGM is passed unanimously.

Item No: 4

Appointment of M/s Jugal Kishore & Associates (FRN:01045N) ,Chartered Accountants, as Statutory Auditors, to hold office from the conclusion of 83rd Annual General Meeting till the conclusion of the 88th Annual General Meeting of the Company subject to ratification of their appointment at every AGM at such remuneration plus



GST as may be mutually agreed between the Board of Directors and the Auditors
(Ordinary Resolution)

(i). Voted in favour of the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll	% of total number of valid votes cast
10	163	55	2639150	2639313	100

(ii). Voted against the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

(iii). Invalid votes:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll
0	0	1	49	49

RESULT

As all the votes have been cast in favour of the resolution, we report that the Ordinary Resolution with regard to Item no.4 as set out in the Notice of the AGM is passed unanimously.

Item No: 5

Approval of remuneration of Mr. Rishi Mohan Bansal (FRN 000022) Cost Auditors, for the financial year ending 31/03/2018 (Ordinary Resolution)



(i).Voted in favour of the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll	% of total number of valid votes cast
10	163	55	2639150	2639313	100

(ii). Voted against the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

(iii).Invalid votes:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll
0	0	1	49	49

RESULT

As all the votes have been cast in favour of the resolution, we report that the Ordinary Resolution with regard to Item no.5 as set out in the Notice of the AGM is passed unanimously.

Item No: 6

Approval for sale/transfer of 2800 Sq. meters land of the Company situated at the factory premises at Shamli at such price not lower than the Circle Rate or Book Value of the concerned land whichever is higher on the transfer date and on such terms and conditions as may be decided by the Board of Directors (Special Resolution)

(i).Voted in favour of the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll	% of total number of valid votes cast
10	163	55	2639150	2639313	100

D. J. J.



(ii). Voted against the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

(iii).Invalid votes:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll
0	0	1	49	49

RESULT

As all the votes have been cast in favour of the resolution, we report that the Special Resolution with regard to Item no.6 as set out in the Notice of the AGM is passed unanimously.

Item No: 7

Appointment of Mr. Sidharth Prasad (DIN 0074194), who was appointed as an Additional Director in the Board Meeting held on 26/09/2016 and whose term of office expires at the 83rd Annual General Meeting proposes his candidature for the office of Director (Ordinary Resolution)

(i).Voted in favour of the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll	% of total number of valid votes cast
10	163	55	2639150	2639313	100



(ii). Voted against the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

(iii).Invalid votes:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll
0	0	1	49	49

RESULT

As all the votes have been cast in favour of the resolution, we report that the Ordinary Resolution with regard to Item no.7 as set out in the Notice of the AGM is passed unanimously.

Item No: 8

Appointment of Mr. Lakshmi Kant Dwarka Das Jhunjhunwala (DIN: 01854647), who was appointed as an Additional Director in the Board Meeting held on 26/09/2016 and whose term of office expires at the 83rd Annual General Meeting proposes his candidature for the office of Director (Ordinary Resolution)

(i).Voted in favour of the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll	% of total number of valid votes cast
10	163	55	2639150	2639313	100



(ii). Voted against the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

(iii).Invalid votes:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll
0	0	1	49	49

RESULT

As all the votes have been cast in favour of the resolution, we report that the Ordinary Resolution with regard to Item no.8 as set out in the Notice of the AGM is passed unanimously.

Item No: 9

Increase in remuneration of Mr. Rajat Lal, Managing Director w.e.f. 01/04/2017 for the remaining tenure of his appointment (Special Resolution)

(i).Voted in favour of the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll	% of total number of valid votes cast
10	163	53*	1695729	1695892	100

* Mr. Rajat Lal being interested in this item did not cast his vote (as individual as well as Karta of HUF) on this resolution.



(ii). Voted against the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

(iii).Invalid votes:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll
0	0	1	49	49

RESULT

As all the votes have been cast in favour of the resolution, we report that the Special Resolution with regard to Item no.9 as set out in the Notice of the AGM is passed unanimously.

Item No: 10

Increase in remuneration of Mr. Vivek Vishwanathan, Joint Managing Director w.e.f. 08/08/2017 for the remaining tenure of his appointment (Special Resolution)

(i).Voted in favour of the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll	% of total number of valid votes cast
10	163	54*	1343146	1343309	100

*Mr. Vivek Viswanathan being interested in this item did not cast his vote



(ii). Voted against the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

(iii).Invalid votes:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll
0	0	1	49	49

RESULT

As all the votes have been cast in favour of the resolution, we report that the Special Resolution with regard to Item no.10 as set out in the Notice of the AGM is passed unanimously.

Item No: 11

Increase in remuneration of Mr. Rahul Lal, Executive Director w.e.f. 08/08/2017 for the remaining tenure of his appointment (Special Resolution)

(i).Voted in favour of the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll	% of total number of valid votes cast
10	163	53*	1695729	1695892	100

*Mr. Rajat Lal, a relative of Mr. Rahul Lal, being deemed to be interested in this item, did not cast his vote (as individual as well as Karta of HUF) on this resolution.



(ii). Voted against the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

(iii).Invalid votes:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll
0	0	1	49	49

RESULT

As all the votes have been cast in favour of the resolution, we report that the Special Resolution with regard to Item no.11 as set out in the Notice of the AGM is passed unanimously.

Item No: 12

Re-appointment of Mr. Vivek Vishwanathan as Joint Managing Director for a further period of Five Years w.e.f. 01/01/2018 (Special Resolution)

(i).Voted in favour of the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll	% of total number of valid votes cast
10	163	54*	1343146	1343309	100

*Mr. Vivek Viswanathan being interested in this item did not cast his vote



(ii). Voted against the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

(iii).Invalid votes:

Number of members voted in E-Voting	Number of votes cast (Shares)-E Voting	Number of members /proxies voted-poll	Number of votes cast (Shares)-poll	Total Number of votes cast through E-Voting and Poll
0	0	1	49	49

RESULT

As all the votes have been cast in favour of the resolution, we report that the Special Resolution with regard to Item no.12 as set out in the Notice of the AGM is passed unanimously.

A list of equity shareholders who voted "FOR","AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

The relevant record relating to E- Voting and poll were sealed and handed over to the Company Secretary for safe keeping.

For **SUNIL K. JAIN & ASSOCIATES**

Company Secretaries



S.K. JAIN
Proprietor

FCS 4089; C.P. No. 4079

