





 (A Govt. of India Recognised Star Export House)
Regd. Off.: 16 - 18, New Electronics Complex, Chambaghat, Distt. Solan - 173213, H.P. (INDIA) Phone: + 91 - 1792 - 230578 Fax: + 91 - 1792 - 230475, 230578 Email: plant@shivalikbimetals.com Website: www.shivalikbimetals.com Secretarial / Investor Department : investor@shivalikbimetals.com CIN: L27101HP1984PLC005862

SBCL/BSE/2021-22/28

15th September, 2021

То,	То,
BSE Limited	National Stock Exchange of India Ltd.
Corporate Relationship Deptt.	Exchange Plaza, Plot No.C/1, G-Block Bandra Kurla
PJ Towers, 25th Floor, Dalal Street,	Complex, Bandra (East), Mumbai – 400 051
Mumbai – 400 001	Code No. SBCL
Code No. 513097	

Dear Sir / Ma'am,

This is to inform you that the 37th Annual General Meeting was held on Wednesday, 15th day of September, 2021 at 10.30 AM through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), to transact the businesses as stated in the Notice of Annual General Meeting dated 12th August, 2021.

- 1. Proceedings of the AGM pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- 2. Voting Results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
- 3. The Scrutinizer Report dated September 15, 2021, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014.

This is for your information and records.

Thanking You Yours Sincerely,

For Shivalik Bimetal Controls Limited

Aarti Sahni Company Secretary

Encl. As above

PROCEEDINGS OF 37th ANNUAL GENERAL MEETING

Mode	Video Conferencing/ Other Audio-Visual means (VC/ OAVM) facility
Deemed Venue	16 18 New Electronics Complex, Chambaghat Distt, Solan Himachal- 173213 IN
Day, Date & Time	Tuesday, 15 th day of September, 2021 at 10.30 AM (IST)

PRESENT

Mr. S.S Sandhu	Chairman
Mr. N.S. Ghumman	Managing Director*
Lt. General Pradeep Khanna (Retd.)	Independent Director
Mr. G.S. Gill	Non-Executive and Non-independent Director
Mr. N.J.S. Gill	Independent Director & Chairman of Audit Committee,
	and Nomination Remuneration Committee
Mr. Swarnjit Singh	Independent Director
Mr. Rajeev Ranjan	Chief Financial Officer
Mrs. Aarti Sahni	Company Secretary
Mr. Kanav Anand	Head of Sales & Marketing
Mr. Kabir Ghumman	Head of Manufacturing & Engineering
Mr. Mukesh Kumar Verma	Head of Commercial & Administration
Mr. Amit Arora	Statutory Auditor
Mrs. Rajni Miglani	Secretarial Auditor
Mr. Upender Jajoo	Authorized Representative of Scrutinizer

*As an Authorized Representative for Stakeholder & Relationship Committee

Total Number of Members on Record date i.e. 08th September, 2021 – 10,576

Number of Members attended the meeting through Video Conferencing / Other Audio Visual Means:

Promoter and Promoter Group - 8 Public-79

Mrs. Aarti Sahni, Company Secretary and Compliance Officer welcomed the Members, Directors and Auditors who had joined the meeting through Video Conferencing.

Mrs. Aarti Sahni, Company Secretary of the Company welcomed all the Members and introduces the Board of Directors, officers and Auditors of the Company to the Members of the Company.

The Company informed that in view of the restrictions due to outbreak of COVID- 19 and considering the social distancing norms, the AGM was conducted through VC / OAVM. This meeting has been convened and being conducted in accordance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI).

The Company Secretary informed the Members that pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the remote e-voting facility to the Members of the Company in respect of the resolutions to be passed at the meeting. The remote e- voting commenced at 9.00 a.m. on Sunday, 12th September, 2021 and ended at 5.00 p.m. on Tuesday, 14th September, 2021. The Company Secretary informed the Members that the facility for voting through e-voting system was made available during the Annual General Meeting for Members who had not cast their vote prior to the Meeting.

The Company had appointed Mr. Amit Saxena, Practicing Company Secretaries, as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The Company Secretary informed that the Company had tied up with National Securities Depositories Limited (NSDL) to provide facility for voting through remote e-voting, e-voting during the AGM and participation in the AGM through VC / OAVM facility and Mr. S.S. Sandhu, Chairman of the Company to commence the formal proceedings of the Annual General Meeting.

As per Section 103 of the Companies Act, 2013, the requisite quorum for convening the Annual General Meeting was present at the meeting.

Further, Mr. S.S. Sandhu, Chairman and Mr. N.S. Ghumman, Managing Director of the Company shared their views about the Company. Thereafter Mr. S.S. Sandhu, Chairman informed the Members that the Notice convening the 37th AGM, Director's Report and the Financial Statements for the Financial Year ended on 31st March, 2021 have already been circulated to the Members through e-mail and notice in this regard was also published in newspaper.

Thereafter, with the consent of the Members, notice of AGM together with the Board's Report were taken as read. He further informed the Members that the Statutory Auditors and Secretarial Auditor have given their unqualified audit opinion for the Financial Year 2020-2021. With the consent of the Members, the Auditors' reports were also taken as read.

The following items of business as set out in the notice convening 37th AGM were placed for members' consideration and approval:

- Adoption of the Audited Financial Statements (both Standalone and Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2021 and the Reports of Directors and Auditors thereon. (Ordinary Resolution);
- 2. Confirmation of the payment of Interim Dividend and to declare Final Dividend on equity shares for the financial year ended 31st March, 2021. (Ordinary Resolution);
- 3. Appointment of a Director in place of Mr. S.S. Sandhu (DIN: 00002312), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution);
- 4. Ratification of remuneration of Mr. Ramawatar Sunar, Cost Accountant, (Firm Registration No. 100691), Cost Auditor of the Company for the financial year ending 31st March, 2022. (Ordinary Resolution);
- 5. Approve the appointment of Mr. Swarnjit Singh, as an Independent Director of the Company. (Ordinary Resolution)

The Company Secretary called the name of Members who had registered themselves as registered speaker to express their views and queries.

The Chairman authorized the Company Secretary to declare the results of voting within the stipulated time.

The members were informed that the vote cast by the members through remote evoting and e-voting provided at the AGM venue on all the resolutions, shall be disseminated to the Stock Exchange(s) on or before 17th September, 2021, after receipt of Scrutinizer Report and will also be uploaded on the website of the Company <u>www.shivalikbimetals.com</u> and website of NSDL.

With the permission of the Chairman, The Company Secretary thanked all the Directors and senior management who joined the meeting and also thanked all the Members for their participation. The meeting concluded at 11.45 AM.

For Shivalik Bimetal Controls Limited

Aarti Sahni Company Secretary

Details of Voting Results at the 37th Annual General Meeting of the Company, pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Date of the AGM/E GM	15 th September, 2021
Total number of shareholders on Record Date	10,576
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and	
Promoter Group:	NA
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and	8
Promoter Group:	-
Public	79

Agenda- wise disclosure:

Item No. 1

Adoption of the Audited Financial Statements (both Standalone and Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2021 and the Reports of Directors and Auditors thereon.

Resolution require	ed: (Ordinary/Special)		Ordinary					
	/ promoter group are in	terested in	No					
the agenda/resolut Category	ion? Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes -in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*10 0
Promoter and	E Voting		22890117	98.34	22890117	-	100	-
Promoter Group	Poll	23274920			-	-	-	-
	Postal Ballot (if, applicable)							-
	Total		22890117	98.34	22890117	-	-	
Public-	E-Voting		-	-	-	-	-	-
Institutions	Poll	2000			-	-		-
	Postal Ballot (if, applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	15125880	661654	4.37	659542	2112	99.68	0.31
momunomo	Poll	10120000			-			
AC .	Postal Ballot (if, applicable)	1	-		-	-		-
7	Total		661654	4.37	659542	2112	99.68	0.31
Total		38402800	23551771	61.32	23549659	2112	99.99	0.009

To confirm the payment of Interim Dividend and to declare Final Dividend on equity shares for the financial year ended 31st March, 2021.

Resolution require	d: (Ordinary/Special)		Ordinary					
	/ promoter group are int	erested in	No					
the agenda/resolut	ion?							
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes -in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*10 0
Promoter and	E Voting		22890117	98.34	22890117	-	100	-
Promoter Group	Poll	23274920			-	-	-	-
	Postal Ballot (if, applicable)							-
	Total		22890117	98.34	22890117	-	-	
Public-	E-Voting		-	-	-	-	-	-
Institutions	Poll	2000	-		-	-		-
	Postal Ballot (if, applicable)		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public-Non Institutions	E-Voting	15125880	661654	4.37	659542	2112	99.68	0.31
monunons	Poll	13123000			-			
	Postal Ballot (if, applicable)		-		-	-		-
	Total		661654	4.37	659542	2112	99.68	0.31
Total		38402800	23551771	61.32	23549659	2112	99.99	0.009



Appointment of a Director in place of Mr. S.S. Sandhu (DIN: 00002312), who retires by rotation and being eligible, offers himself for reappointment.

Resolution requi	red: (Ordinary/Special)		Ordinary					
Whether promoter/ promoter group are interested		No						
in the agenda/res	solution?							
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares	No. of Votes -in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled
Promoter and	E Voting		20970268	90.098	20970268	-	100	-
Promoter	Poll	23548636			-	-	-	-
Group	Postal Ballot (if, applicable)							-
	Total		20970268	90.098	20970268	-	100	
Public-	E-Voting		-	-	-	-	-	-
Institutions	Poll	2000	-		-	-		-
	Postal Ballot (if, applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	15125880	661654	4.374	658519	3135	99.526	0.473
monution	Poll	10120000			-			
	Postal Ballot (if, applicable)		-		-	-		-
	Total		661654	4.374	658519	3135	99.526	0.473
Total		38402800	23551771	56.329	21628787	3135	99.985	0.014



Ratification of remuneration of Mr. Ramawatar Sunar, Cost Accountant, (Firm Registration No. 100691), Cost Auditor of the Company for the financial year ending 31st March, 2022.

Resolution required: (Ordinary/Special)			Ordinary						
Whether promote	Whether promoter/ promoter group are interested		No						
in the agenda/res	solution?	1		1	1	1		1	
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares	No. of Votes -in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled	
Promoter and	E Voting		22890117	98.34	22890117	-	100	-	
Promoter	Poll	23274920			-	-	-	-	
Group	Postal Ballot (if, applicable)							-	
	Total		22890117	98.34	22890117	-	-		
Public- Institutions	E-Voting Poll	2000	-	-	-	-	-	-	
Institutions	Postal Ballot (if, applicable)	2000	-	-		-	-	-	
	Total		-	-	-	-	-	-	
Public-Non Institutions	E-Voting	15125000	661654	4.37	659542	2112	99.68	0.31	
institutions	Poll	15125880			-				
	Postal Ballot (if, applicable)		-		-	-		-	
	Total	7	661654	4.37	659542	2112	99.68	0.31	
Total		38402800	23551771	61.32	23549659	2112	99.99	0.009	



Approve the appointment of Mr. Swarnjit Singh, as an Independent Director of the Company.

Resolution require	ed: (Ordinary/Special)		Ordinary					
Whether promoter	/ promoter group are i	nterested in	Yes					
the agenda/resolut	ion?					-		
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes -in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*10 0
Promoter and	E Voting	20274020	22890117	98.34	22890117	-	100	-
Promoter Group	Poll	23274920			-	-	-	-
	Postal Ballot (if, applicable)							-
	Total		22890117	98.34	22890117	-	100	
Public-	E-Voting		-	-	-	-	-	-
Institutions	Poll	2000	-		-	-		-
	Postal Ballot (if, applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	15125880	661654	4.37	523596	138058	79.1344	20.865
Institutions	Poll	15125880			-			
	Postal Ballot (if, applicable)		-		-	-		-
	Total		661654	4.37	523596	138058	79.1344	20.865
Total		38402800	23551771	61.32	23413713	138058	99.4138	0.586



AMIT SAXENA & ASSOCIATES COMPANY SECRETARIES



CONSOLIDATED REPORT OF SCRUTINIZER FOR VOTING THROUGH REMOTE E-VOTING AND BALLOT PAPERS (Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies

(Management and Administration) Rules, 2014)

To, The Chairman Shivalik Bimetal Controls Limited CIN: L27101HP1984PLC005862 16 18, New Electronics Complex, Chambaghat Distt, Solan, Himachal HP – 173213

Subject: Passing of Resolution through electronic voting pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rule 2014 as amended, the General Circular No. 20/2020 dated 05th May, 2020 read with General Circular No. 14/2020 dated 08th April, 2020 and General Circular No. 17/2020 dated 13th April, 2020, and General Circular No. 02/2021 dated 13th January, 2021, issued by the Ministry of Corporate Affairs ("MCA")("collectively referred to as MCA Circulars") and SEBI Circular dated 12th May, 2020 and 15th January, 2021 issued by the Securities and Exchange Board of India (SEBI) commonly referred as ("Applicable Circular")

Dear Sir,

I Amit Saxena, Practicing Company Secretary, proprietor of M/s Amit Saxena and Associates., Company Secretaries having its Office at 101 Building 11, Savitri Complex, Sikka Tower, Preet Vihar, New Delhi 110092 have been appointed as a Scrutinizer by the Board of Directors of **Shivalik Bimetal Controls Limited** ("the Company") for the purpose of scrutinizing the process of remote e-voting pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and remote e-voting at during the 37th Annual General Meeting of the shareholders of the Company held on Wednesday, the 15th day of September, 2021 at 10.30 AM <u>through Video Conferencing ("VC")/Other</u> <u>Audio Visual Means ("OAVM") facility</u>

The Management of the Company is responsible to ensure the compliance with the requirement of the Act, Rules and notification and SEBI Listing Regulation relating to the voting through electronic means on the businesses set out in the Notice of 37th Annual General Meeting of the Company. My responsibility as a scrutinizer for the remote e-voting and electronic voting through VC/ other Audio Visual Means ("OAVM") during the AGM is restricted in making a Scrutinizer's Report of the vote cast "in Favour" or "Against" the businesses set out in the Notice, based on the report generated from electronic voting system provided by NSDL, engaged by the company to provide remote e-voting and electronic voting during 37th AGM of the Company held on 15th September, 2021 at 10.30 AM.

Further to above, submit my report as under:

1. The notice dated 12th August, 2021 convening Annual General Meeting of the Company along with the statement under section 102 of the Companies Act, 2013, setting out the material facts and disclosures as required to be stated under Rule 20(4) (iii) and (iv) of the Companies (Management and Administration) Rules, 2014, was duly sent to the shareholders in respect to the below mentioned resolutions to be passed at the said Annual General Meeting held on 15th September, 2021.



AMIT SAXENA & ASSOCIATES COMPANY SECRETARIES



- 2. The Company has issued a public notice by way of advertisement on 24th August, 2021 in "Jansatta", Hindi language and "Financial Express" English language newspapers pursuant to the provisions of Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014.
- 3. The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the equity shareholders of the Company.
- 4. In accordance with the notice sent to the shareholders of the Company and the advertisement published, e-voting commenced on 12th September, 2021 (9:00 AM IST) and ends on 14th September, 2021 (5:00 PM IST).
- 5. The equity shareholders of the Company holding shares as on Wednesday, 08th September, 2021 "cutoff date" were entitled to vote on the proposed resolutions as set out in the notice of the Annual General Meeting of the Company.
- 6. The equity shareholder's details who have casted votes through remote e-voting, were downloaded from the e-voting website of National Securities Depository Limited (NSDL) (*http://www.evoting.nsdl.com*) in order to ensure that such members did not vote again at the Annual General Meeting.
- 7. After the closure of remote e-voting, the voting platform was kept open during the AGM, the report on remote e-voting was diligently scrutinized.
- 8. On Wednesday September 15, 2021, after tabulating the votes cast electronically by the system provided by NSDL, the votes cast through Remote E-Voting facility and E-voting during the 37th AGM were duly unblocked by me as a Scrutinizer in the presence of two (Mr. Aman Thukral and Mr. Arjun Dhingra) witnesses who are not in employment of the Company, as prescribed in sub rule 4(xii) of the said rule 20.
- 9. The votes cast under remote e-voting facility were therefore unblocked. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL website.
- 10. The Consolidated Results of remote e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with amended Rule 20 of the Companies (Management and Administration) Rules, 2014 and Poll conducted pursuant to Section 109 of the Companies Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 is as under:

ORDINARY BUSINESS

Resolution-1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements (both Standalone and Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2021 and the Reports of the Board of Directors and the Auditors thereon.

Vote in favour of the Resolution:

Mode of Voting	Number of members who	Number of votes	% of total number of
	voted (in person Or proxy)	Cast by them	Valid vote cast
E-voting	87	23549659	99.99





Vote against the Resolution:

Mode of Voting	Number of members who voted (in person Or proxy)		% of total number of Valid vote cast
E-voting	8	2112	0.01

Invalid votes:

Mode of Voting	Number of members (in person or proxy) whose votes were declared invalid	Number of votes Cast by them
E-voting	-	-

Resolution-2: Ordinary Resolution

To confirm the payment of Interim Dividend and to declare Final Dividend on equity shares for the financial year ended 31st March, 2021.

Vote in favour of the Resolution:

Mode of Voting	Number of members who voted (in person Or proxy)		% of total number of Valid vote cast
E-voting	87	23549659	99.99

Vote against the Resolution:

Mode of Voting	Number of members who voted (in person Or proxy)		% of total number of Valid vote cast
E-voting	8	2112	0.01

Invalid votes:

Mode of Voting	Number of members (in person or proxy) whose votes were declared invalid	Number of votes Cast by them
E-voting	-	-

Resolution-3: Ordinary Resolution

To appoint a Director in place of Mr. S.S. Sandhu (DIN: 00002312) who retires by rotation and being eligible, offers himself for re-appointment.

Vote in favour of the Resolution:

Mode of Voting	Number of members who	Number of votes	% of total number of
	voted (in person Or proxy)	Cast by them	Valid vote cast
E-voting	80	21628787	99.99





Vote against the Resolution:

Mode of Voting	Number of members who	Number of votes	% of total number of
	voted (in person Or proxy)	Cast by them	Valid vote cast
E-voting	10	3135	0.01
Total			

Invalid votes:

Mode of Voting	Number of members (in person or proxy) whose votes were declared invalid	Number of votes Cast by them
E-voting	-	-

SPECIAL BUSINESS

Resolution-4: Ordinary Resolution

To ratify the Ratification of Remuneration Payble to Mr. Ramawatar Sunar, Cost Auditors' of the Company for the financial year ending 31st March, 2022.

Vote in favour of the Resolution:

Mode of Voting	Number of members who voted (in person Or proxy)	Number of votes Cast by them	% of total number of Valid vote cast
E-voting	87	23549659	99.99

Vote against the Resolution:

Mode of Voting	Number of members who	Number of votes	% of total number of
	voted (in person Or proxy)	Cast by them	Valid vote cast
E-voting	8	2112	0.01

Invalid votes:

Mode of Voting	Number of members (in person or proxy) whose votes were declared invalid	Number of votes Cast by them
E-voting	-	-

Resolution-5: Ordinary Special

Appointment of Mr. Swarnjit singh as an Independent Director of the Company

Vote in favour of the Resolution:

Mode of Voting	Number of members who voted (in person Or proxy)		% of total number of Valid vote cast
E-voting	83	23413713	99.41



AMIT SAXENA & ASSOCIATES COMPANY SECRETARIES



Vote against the Resolution:

0	Number of members who voted (in person Or proxy)		% of total number of Valid vote cast
E-voting	12	138058	0.59

Invalid votes:

Mode of Voting	Number of members (in person or proxy) whose votes were declared invalid	Number of votes Cast by them
E-voting	-	-

Thanking you For Amit Saxena and Associates



Scrutinizer Amit Saxena Practicing Company Secretary M No. 29918 CP No. 11519 UDIN: A029918C000950739

