



Shivalik Bimetal Controls Ltd.

(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



Cor. Regn. No.
44 111 151737



Cor. Regn. No.
134 15390873
116 16390873



Cor. Regn. No.
QH 04 00394

SBCL/BSE/2022-23/32

28th September, 2022

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

This is to inform you that the 38th Annual General Meeting was held on Tuesday, 27th day of September, 2022 at 10.30 AM Indian Standard Time (IST) at 4th Floor Hotel City Heights, City Centre Plaza, The Mall (Opposite District Courts), Solan (H.P.)-173212, to transact the businesses as stated in the Notice of Annual General Meeting dated 29th August, 2022.

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 28th September, 2022, 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 38TH ANNUAL GENERAL MEETING

Mode	Physical Meeting
Deemed Venue	At 4th Floor Hotel City Heights, City Centre Plaza, The Mall (Opposite District Courts), Solan (H.P.)-173212
Day, Date & Time	Tuesday, 27 th day of September, 2022 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. Rajeev Ranjan	Chief Financial Officer
Mrs. Aarti Sahni	Company Secretary & Compliance Officer
Mr. Kabir Ghumman	Head of Manufacturing & Engineering
Mr. Mukesh Kumar Verma	Head of Commercial & Administration
Mr. Amit Arora	Statutory Auditor
Mr. Ajay Singh	Authorized Representative of Secretarial Auditor
Mr. Upender Jajoo	Authorized Representative of Scrutinizer

*As an Authorized Representative for Stakeholder & Relationship Committee

** As an Authorized Representative for Audit Committee and Nomination Remuneration Committee

Total Number of Members on Record date i.e. 20th September, 2022 – 25,817

Number of Members attended the meeting:

Promoter and Promoter Group - 14

Public-31

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

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

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 Saturday, 24th September, 2022 and ended at 5.00 p.m. on Monday, 24th September, 2022. The Company Secretary informed the Members that the Polling facility 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 and Mrs. Aarti Sahni, Company Secretary 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. Ghuman, Managing Director of the Company shared their views about the Company. Thereafter Mrs. Aarti Sahni, Company Secretary, informed the Members that the Notice convening the 38th AGM, Director's Report and the Financial Statements for the Financial Year ended on 31st March, 2022 have already been circulated to the Members through e-mail to those shareholders whose email Id's are registered with the Company as well as the depositories and also dispatch the Physical copies of Annual Report whose email id's were not registered, 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. She further informed the Members that the Statutory Auditors and Secretarial Auditor have given their unqualified audit opinion for the Financial Year 2021-22. 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 38th AGM were placed for members' consideration and approval:

1. 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, 2022 and the Reports of the Board of Directors and the Auditors thereon.
2. To confirm the payment of Interim Dividend and to declare a Final Dividend on Equity Shares for the financial year ended 31st March, 2022.
3. To appoint a Director in place of Mr. G.S. Gill (DIN: 00007393), who retires by rotation and being eligible, offers himself for reappointment.

4. Re-appointment of M/s. Arora Gupta & Co., Chartered Accountants, as Statutory Auditors of the Company and fixing their remuneration.
5. Ratification of Cost Auditors' remuneration for the Financial Year 2022-23.
6. Re-appointment of Lt. Gen. Pradeep Khanna (DIN:06668919) as an Independent Director of the Company for second and final term of five years;
7. Re-appointment of Mr. Nirmaljeet Singh Gill (DIN: 00007425) as an Independent Director of the Company for second and final term of five years;
8. Re-appointment of Mr. S.S. Sandhu (DIN:00002312) as Chairman and Whole-Time Director of the Company for further period of 5 Years
9. Ratification of existing remuneration of Mr. N.S. Ghumman (DIN:00002052), as Managing Director of Company for further period of 3 years.
10. To Approve the enhancement in prescribed limit of remuneration payable to related parties, appointment to any office or place of profit in the Company, its Subsidiary Company or Associate company
11. To approve the Issue of Bonus Shares

The Company Secretary called the name of Members who had asked 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 e-voting and voting through polling at the AGM venue on all the resolutions, shall be disseminated to the Stock Exchange(s) on or before 29th September, 2022, after receipt of Scrutinizer Report and will also be uploaded on the website of the Company www.shivalikbimetals.com and website of NSDL, BSE & NSE.

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 12.25 PM

For Shivalik Bimetal Controls Limited

Aarti Sahni
Company Secretary

Details of Voting Results at the 38th Annual General Meeting of the Company, pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Date of the AGM/EGM	27 th September, 2022
Total number of shareholders on Record Date	25,817
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	NA
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	14 - 31

Agenda- wise disclosure:

Item No. 1

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, 2022 and the Reports of the Board of Directors and the Auditors thereon.

Resolution required: (Ordinary/Special)			Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
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)]*100	
Promoter and Promoter Group	E Voting	23274920	17716942	76.12	17716942	-	100	-	
	Poll				-	-	-	-	
	Postal Ballot (if, applicable)								
	Total		17716942	76.12	17716942	-	100		
Public-Institutions	E-Voting	84969	-	-	-	-	-	-	
	Poll				-	-	-	-	
	Postal Ballot (if, applicable)				-	-	-	-	
	Total				-	-	-	-	
Public-Non Institutions	E-Voting	15042911	127202	0.84	127177	25	99.98	0.019	
	Poll			138435	0.92	138435		100	
	Postal Ballot (if, applicable)			-		-	-		-
	Total			265637	1.76	265612	25	99.99	0.0094
Total		38402800	17982579	46.82	17982554	25	99.99	0.0001	



Item No. 2

To confirm the payment of Interim Dividend and to declare a Final Dividend on Equity Shares for the financial year ended 31st March, 2022.

Resolution required: (Ordinary/Special)			Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
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)]*100	
Promoter and Promoter Group	E Voting	23274920	17716942	76.12	17716942	-	100	0	
	Poll				-	-	-	-	
	Postal Ballot (if, applicable)								
	Total			17716942	76.12	17716942	-	100	0
Public-Institutions	E-Voting	84969	-	-	-	-	-	-	
	Poll								
	Postal Ballot (if, applicable)								
	Total			-	-	-	-	-	-
Public-Non Institutions	E-Voting	15042911	126808	0.84	126778	30	99.97	0.023	
	Poll			138435	0.92	138435		100	0
	Postal Ballot (if, applicable)			-		-			-
	Total			265243	1.76	265213	30	99.98	0.0113
Total		38402800	17982185	46.82	17982155	30	99.99	0.0002	



Item No. 3

To appoint a Director in place of Mr. G.S. Gill (DIN: 00007393), who retires by rotation and being eligible, offers himself for reappointment.

Resolution required: (Ordinary/Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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 Promoter Group	E Voting	23274920	17716942	76.12	17716942	-	100	-
	Poll				-	-	-	-
	Postal Ballot (if, applicable)							
	Total		17716942	76.12	17716942	-	100	
Public-Institutions	E-Voting	84969	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if, applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	15042911	126807	0.84	126663	144	99.88	0.113
	Poll		138435	0.92	138435		100	
	Postal Ballot (if, applicable)		-		-	-		-
	Total		265242	1.76	265098	144	99.94	0.054
Total		38402800	17982184	46.82	17982040	144	99.99	0.0008



Item No. 4

Re-appointment of M/s. Arora Gupta & Co., Chartered Accountants, as Statutory Auditors of the Company and fixing their remuneration.

Resolution required: (Ordinary/Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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 Promoter Group	E Voting	23274920	17716942	76.12	17716942	-	100	0
	Poll				-	-	-	-
	Postal Ballot (if, applicable)							
	Total		17716942	76.12	17716942	-	100	0
Public-Institutions	E-Voting	84969	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if, applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	15042911	126807	0.84	126626	181	99.85	0.142
	Poll		138435	0.92	138435			0
	Postal Ballot (if, applicable)		-		-	-		-
	Total		265242	1.76	265061	181	99.93	0.068
Total		38402800	17982184	46.82	17982003	181	99.99	0.001



Item No. 5

Ratification of Cost Auditors' remuneration for the Financial Year 2022-23.

Resolution required: (Ordinary/Special)			Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
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)]*100	
Promoter and Promoter Group	E Voting	23274920	17716942	76.12	17716942	-	100	-	
	Poll				-	-	-	-	
	Postal Ballot (if, applicable)								
	Total			17716942	76.12	17716942	-	100	
Public-Institutions	E-Voting	84969	-	-	-	-	-	-	
	Poll				-	-	-	-	
	Postal Ballot (if, applicable)				-	-	-	-	
	Total			-	-	-	-	-	-
Public-Non Institutions	E-Voting	15042911	126807	0.84	126743	64	99.94	0.05	
	Poll			138435	0.92	138435		100	0
	Postal Ballot (if, applicable)			-		-	-		-
	Total			265242	1.76	265178	64	99.97	0.024
Total		38402800	17982184	46.82	17982120	64	99.99	0.0004	



Item No. 6

Re-appointment of Lt. Gen. Pradeep Khanna (DIN: 06668919) as an Independent Director of the Company for second and final term of five years;

Resolution required: (Ordinary/Special)			Special						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
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)]*100	
Promoter and Promoter Group	E Voting	23274920	17716942	76.12	17716942	-	100	-	
	Poll				-	-	-	-	
	Postal Ballot (if, applicable)								
	Total			17716942	76.12	17716942	-	100	
Public-Institutions	E-Voting	84969	-	-	-	-	-	-	
	Poll				-	-	-	-	
	Postal Ballot (if, applicable)				-	-	-	-	
	Total			-	-	-	-	-	-
Public-Non Institutions	E-Voting	15042911	126807	0.84	126743	64	99.94	0.05	
	Poll			138435	0.92	138435		100	0
	Postal Ballot (if, applicable)			-		-	-		-
	Total			265242	1.76	265178	64	99.97	0.024
Total		38402800	17982184	46.82	17982120	64	99.99	0.0004	



Item No. 7

Re-appointment of Mr. Nirmaljeet Singh Gill (DIN:00007425) as an Independent Director of the Company for second and final term of five years;

Resolution required: (Ordinary/Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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)]*100
Promoter and Promoter Group	E Voting	23274920	17716942	76.12	17716942	-	100	-
	Poll				-	-	-	-
	Postal Ballot (if, applicable)							
	Total		17716942	76.12	17716942	-	100	
Public-Institutions	E-Voting	84969	-	-	-	-	-	-
	Poll				-	-	-	-
	Postal Ballot (if, applicable)				-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	15042911	126807	0.84	126596	211	99.83	0.166
	Poll		138435	0.92	138435	0	100	0
	Postal Ballot (if, applicable)		-		-	-		-
	Total		265242	1.76	265031	211	99.92	0.079
Total		38402800	17982184	46.82	17981973	211	99.99	0.001



Item No. 8

Re-appointment of Mr. S.S. Sandhu (DIN: 00002312) as Chairman and Whole-Time Director of the Company for further period of 5 Years.

Resolution required: (Ordinary/Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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)]*100
Promoter and Promoter Group	E Voting	23274920	15797093	67.87	15797093	-	100	-
	Poll					-	-	-
	Postal Ballot (if, applicable)							-
	Total		15797093	67.87	15797093	-	100	
Public-Institutions	E-Voting	84969	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if, applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	15042911	126807	0.84	126620	187	99.85	0.147
	Poll		138435	0.92	138435	0	100	0
	Postal Ballot (if, applicable)		-		-	-		-
	Total		265242	1.76	265055	187	99.92	0.070
Total		38402800	16062335	41.82	16062148	187	99.99	0.001



Item No. 9

Ratification of existing remuneration of Mr. N.S. Ghumman (DIN: 00002052), Managing Director of Company for further period of 3 years;

Resolution required: (Ordinary/Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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)]*100
Promoter and Promoter Group	E Voting	23274920	14104742	60.60	14104742	-	100	-
	Poll					-	-	-
	Postal Ballot (if, applicable)							-
	Total		14104742	60.60	14104742	-	100	
Public-Institutions	E-Voting	84969	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if, applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	15042911	126807	0.84	126667	140	99.88	0.11
	Poll		138435	0.92	138435	0	100	0
	Postal Ballot (if, applicable)		-		-	-		-
	Total		265242	1.76	265102	140	99.94	0.052
Total		38402800	14369984	37.41	14369844	140	99.99	0.001



Item No. 10

To Approve the enhancement in prescribed limit of remuneration payable to related parties, appointment to any office or place of profit in the Company, its Subsidiary Company or Associate company;

Resolution required: (Ordinary/Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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)]*100
Promoter and Promoter Group	E Voting	23274920	14104742	60.60	14104742	-	100	-
	Poll					-	-	-
	Postal Ballot (if, applicable)							
	Total		14104742	60.60	14104742	-	100	
Public-Institutions	E-Voting	84969	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if, applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	15042911	126807	0.84	124599	2208	98.25	1.74
	Poll		138435	0.92	138435	0	100	0
	Postal Ballot (if, applicable)		-		-	-		
	Total		265242	1.76	263034	2208	99.16	0.83
Total		38402800	14369984	37.41	14367776	2208	99.98	0.015



Item No. 11

To approve the Issue of Bonus Shares;

Resolution required: (Ordinary/Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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)]*100
Promoter and Promoter Group	E Voting	23274920	17716942	76.12	17716942	-	100	-
	Poll				-	-	-	-
	Postal Ballot (if, applicable)							
	Total		17716942	76.12	17716942	-	100	
Public-Institutions	E-Voting	84969	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if, applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	15042911	126807	0.84	126778	29	99.97	0.022
	Poll		138435	0.92	138435	0	100	0
	Postal Ballot (if, applicable)		-		-	-		-
	Total		265242	1.76	265213	29	99.98	0.010
Total		38402800	17982184	46.82	17982155	29	99.99	0.0002



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

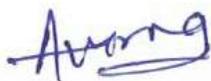
Dear Sir,

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 voting by means of ballot/poll papers pursuant to section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the 38th Annual General Meeting of the shareholders of the Company held on Tuesday, the 27th day of September, 2022 at 10.30 A.M. at Hotel City Heights, City Centre Plaza, The Mall (Opposite District Courts) Solan (H.P.) - 173212 in a fair and transparent manner in respect to the below mentioned resolutions, submit my report as under:

1. The notice dated 29th August, 2022 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 27th September, 2022.



2. The Company has issued a public notice by way of advertisement on 04th September, 2022 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 September 24, 2022 at 9:00 AM and ended on September 26, 2022 at 5:00 PM.
5. The equity shareholders of the Company holding shares as on 20th September, 2022 “cut-off 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 shareholders 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. The locked ballot box was opened and the votes casted through remote e-voting were unblocked in the presence of two witnesses, Mr. Ankush Verma and Mr. Aman Thukral, who were not in the employment of the Company and who have signed below as witness to the unblocking of the votes.



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8. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
9. 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, 2022 and the Reports of Directors and Auditors thereon.

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
Physical	9	138435	0.8
E-voting	113	17844119	99.01
Total	122	17982554	99.99

Vote against 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
Physical	-	-	-
E-voting	9	25	0.001
Total	9	25	0.001

Invalid votes:

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

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, 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
Physical	9	138435	0.8
E-voting	112	17843720	99.01
Total	121	17982155	99.99

Vote against 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
Physical	-	-	-
E-voting	10	30	0.001
Total	10	30	0.001

Invalid votes:

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

Resolution-3: Ordinary Resolution

To appoint a Director in place of Mr. G.S. Gill (DIN: 00007393) 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 voted (in person Or proxy)	Number of votes Cast by them	% of total number of Valid vote cast
Physical	9	138435	0.8
E-voting	107	17843605	99.01
Total	116	17982040	99.99

Vote against 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
Physical	-	-	-
E-voting	14	144	0.001
Total	14	144	0.001

Invalid votes:

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

Resolution-4: Ordinary Resolution

To re-appoint M/s. Arora Gupta & Co., Chartered Accountants, (Firm Registration No. 021313C), as Statutory Auditors of the Company and to fix their remuneration.

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
Physical	9	138435	0.8
E-voting	107	17843568	99.01
Total	116	17982003	99.99

Vote against 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
Physical	-	-	-
E-voting	14	181	0.001
Total	14	181	0.001

Invalid votes:

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

SPECIAL BUSINESS

Resolution-5: Ordinary Resolution

Ratification of Remuneration Payable to Mr. Ramawatar Sunar, Cost Auditors' of the Company For the Financial Year ending 31st March, 2023.

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
Physical	9	138435	0.8
E-voting	109	17843685	99.01
Total	118	17982120	99.99

Vote against 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
Physical	-		-
E-voting	12	64	0.001
Total	12	64	0.001

Invalid votes:

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

Resolution-6: Special Resolution

Re-appointment of Lt. Gen. Pradeep Khanna as an Independent Director of the Company for second and final term of five years.

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
Physical	9	138435	0.8
E-voting	109	17843685	99.01
Total	118	17982120	99.99

Vote against 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
Physical	-		
E-voting	12	64	0.001
Total	12	64	0.001

Invalid votes:

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

Resolution-7: Special Resolution

Re-appointment of Mr. Nirmaljeet Singh Gill as an Independent Director of the Company for second and final term of five years.

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
Physical	9	138435	0.8
E-voting	106	17843538	99.01
Total	115	17981973	99.99

Vote against 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
Physical	-	-	-
E-voting	15	211	0.001
Total	15	211	0.001

Invalid votes:

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

Resolution-8: Special Resolution

Re-appointment of Mr. S.S. Sandhu as Chairman and Whole-Time Director of the Company for further period of 5 Years.

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
Physical	9	138435	0.9
E-voting	101	15923713	99.00
Total	110	16062148	99.99

Vote against 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
Physical	-	-	-
E-voting	15	187	0.001
Total	15	187	0.001

Invalid votes:

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

Resolution-9: Special Resolution

Ratification of existing remuneration of Managing Director of Company further period of 3 years;

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
Physical	9	138435	0.9
E-voting	104	14231409	99.00
Total	113	14369844	99.99

Vote against 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
Physical	-	-	-
E-voting	13	140	0.001
Total	13	140	0.001

Invalid votes:

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

Resolution-10: Special Resolution

To Approve the enhancement in prescribed limit of remuneration payable to related parties, appointment to any office or place of profit in the Company, its Subsidiary Company or Associate company

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
Physical	9	138435	0.9
E-voting	102	14229341	99.00
Total	111	14367776	99.99

Vote against 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
Physical	-	-	-
E-voting	15	2208	0.001
Total	15	2208	0.001

Invalid votes:

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

Resolution-11: Ordinary Resolution

To approve the Issue of Bonus Shares;

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
Physical	9	138435	0.8
E-voting	111	17843720	99.01
Total	120	17982155	99.99

Vote against the Resolution:

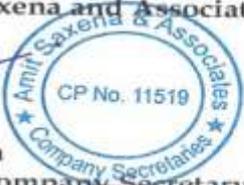
Mode of Voting	Number of members who voted (in person Or proxy)	Number of votes Cast by them	% of total number of Valid vote cast
Physical	-		-
E-voting	10	29	0.001
Total	10	29	0.001

Invalid votes:

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

Thanking you

For Amit Saxena and Associates



Scrutinizer
Amit Saxena
Practicing Company Secretary

M No. 29918

CP No. 11519

UDIN: A029918D001069231