



# GTV Engineering Limited

Regd. Office & Works : 216-217-218, New Industrial Area-II, Mandideep-462 046, (Bhopal)

Telephone : 0091-7480-233309, 401044. Fax : 0091-7480-233068. E-mail : mail@gtv.co.in

CIN : L31102MP1990PLC006122. Website : www.gtv.co.in

## Details of Voting Results:

GTV ENGINEERING LIMITED – 29 <sup>TH</sup> AGM VOTING RESULTS	
Date of AGM	29-09-2020
Total No. of Shareholders on record date	661
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoters Group:	03
Public:	07

The mode of voting on all resolution was by Remote e-voting and e-voting during the AGM.

### Resolution No 1:

To receive, consider and adopt Audited Financial Statement of the Company for year ended March 31<sup>st</sup>, 2020 and the reports of Directors and Auditors thereon.

Resolution required: (Ordinary/ Special)				Ordinary Resolution				
Whether Promoters and Promoters 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
Promoters and promoters Group	Remote E-Voting	847398	847398	100	847398	NIL	100	NIL
	Poll	1260681	1260681	100	1260681	NIL	100	NIL
	Postal Ballot (If Applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	2108079	2108079	100	2108079	NIL	100	NIL
Public Institutions	Remote E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (If Applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public Non-Institutions	Remote E-Voting	35742	35742	100	35742	NIL	100	NIL
	Poll	11300	11300	100	11300	NIL	100	NIL
	Postal Ballot (If Applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	47042	47042	100	47042	NIL	100	NIL
Total		2155121	2155121	--	2155121	--	--	--

Note: Votes mentioned under Poll are the votes casted electronically through e-voting during the AGM.





# GTV Engineering Limited

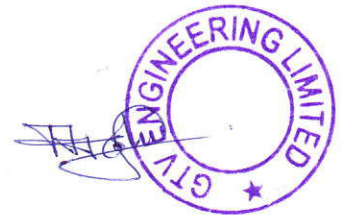
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## Resolution No 2:

To appoint a Director in place of Mrs. Darshana Agrawal, who retires by rotation and being eligible, offer herself for re-appointment.

Resolution required: (Ordinary/ Special)				Ordinary Resolution				
Whether Promoters and Promoters 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
Promoters and promoters Group	Remote E-Voting	847398	847398	100	847398	NIL	100	NIL
	Poll	1260681	1260681	100	1260681	NIL	100	NIL
	Postal Ballot (If Applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	2108079	2108079	100	2108079	NIL	100	NIL
Public Institutions	Remote E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (If Applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public Non-Institutions	Remote E-Voting	35742	35742	100	35742	NIL	100	NIL
	Poll	11300	11300	100	11300	NIL	100	NIL
	Postal Ballot (If Applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	47042	47042	100	47042	NIL	100	NIL
Total		2155121	2155121	--	2155121	--	--	--

Note: Votes mentioned under Poll are the votes casted electronically through e-voting during the AGM.





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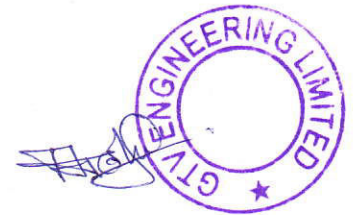
CIN : L31102MP1990PLC006122. Website : www.gtv.co.in

## Resolution No 3:

Ratification of appointment of Statutory Auditor and fixation of their remuneration.

Resolution required: (Ordinary/ Special)				Ordinary Resolution				
Whether Promoters and Promoters 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
Promoters and promoters Group	Remote E-Voting	847398	847398	100	847398	NIL	100	NIL
	Poll	1260681	1260681	100	1260681	NIL	100	NIL
	Postal Ballot (If Applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	2108079	2108079	100	2108079	NIL	100	NIL
Public Institutions	Remote E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (If Applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public Non-Institutions	Remote E-Voting	35742	35742	100	35742	NIL	100	NIL
	Poll	11300	11300	100	11300	NIL	100	NIL
	Postal Ballot (If Applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	47042	47042	100	47042	NIL	100	NIL
Total		2155121	2155121	--	2155121	--	--	--

Note: Votes mentioned under Poll are the votes casted electronically through e-voting during the AGM.





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## Resolution No 4:

Appointment of Mr. Rahul Gupta as an Independent Director of the Company.

Resolution required: (Ordinary/ Special)				Ordinary Resolution				
Whether Promoters and Promoters 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
Promoters and promoters Group	Remote E-Voting	847398	847398	100	847398	NIL	100	NIL
	Poll	1260681	1260681	100	1260681	NIL	100	NIL
	Postal Ballot (If Applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	2108079	2108079	100	2108079	NIL	100	NIL
Public Institutions	Remote E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (If Applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public Non-Institutions	Remote E-Voting	35742	35742	100	35742	NIL	100	NIL
	Poll	11300	11300	100	11300	NIL	100	NIL
	Postal Ballot (If Applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	47042	47042	100	47042	NIL	100	NIL
Total		2155121	2155121	--	2155121	--	--	--

Note: Votes mentioned under Poll are the votes casted electronically through e-voting during the AGM.





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## Resolution No 5:

Reappointment of Mr. Sham Sarup Kohli as an Independent Director for second term.

Resolution required: (Ordinary/ Special)				Special Resolution				
Whether Promoters and Promoters 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
Promoters and promoters Group	Remote E-Voting	847398	847398	100	847398	NIL	100	NIL
	Poll	1260681	1260681	100	1260681	NIL	100	NIL
	Postal Ballot (If Applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	2108079	2108079	100	2108079	NIL	100	NIL
Public Institutions	Remote E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (If Applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public Non-Institutions	Remote E-Voting	35742	35742	100	35742	NIL	100	NIL
	Poll	11300	11300	100	11300	NIL	100	NIL
	Postal Ballot (If Applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	47042	47042	100	47042	NIL	100	NIL
Total		2155121	2155121	--	2155121	--	--	--

Note: Votes mentioned under Poll are the votes casted electronically through e-voting during the AGM.





CS KUSHAL SHARMA  
(ACS, M.Com)  
M.No - 30640  
CP No - 11234

CS MANALI SITOKE  
(ACS, M.Com, LLB)  
M.No - 36391  
CP No - 13463

To,  
The Chairman of 29<sup>th</sup> Annual General Meeting  
**GTV ENGINEERING LIMITED**  
CIN: L15143MP1991PLC006395  
held on Tuesday, 29th September, 2020 at 12.30 P.M.

Dear Sir,

**Subject: Scrutinizer's Report on Remote E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20(3) (ix) of the Companies (Management and Administration) Amendment Rules, 2015**

1. I, **Kushal Sharma**, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of **GTV ENGINEERING LIMITED** ("the Company") in their meeting held on 07.08.2020 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Amendment Rules, 2015, to conduct the remote electronic voting process in respect of the below mentioned resolutions passed at the 29<sup>th</sup> Annual General Meeting of the Company held on 29th September, 2020.
2. The management of the company is responsible to ensure compliance with the requirement of the act and rules relating to voting through **remote e-voting** means on the resolution proposed in the notice of the 29<sup>th</sup> AGM of the members of the company dated 20<sup>th</sup> August 2020. My responsibility as the scrutinizer for e-voting process is restricted to making a scrutinizer's report of the votes cast in "**favour**" or "**against**" on the resolutions proposed in the notice to the 29<sup>th</sup> AGM of the company, based on report generated from e-voting system provided by Central Depository Services (India) Limited ("CDSL"), the authorized agency to provide e-voting facility, engaged by the company for voting through electronic means.
3. Further to the above, I submit my report as under:-
  1. The voting period for **Remote E-voting** commenced on Saturday, 26<sup>th</sup> September, 2020 09:00 A.M. to Monday, 28<sup>th</sup> September, 2020 5:00 P.M.



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(ACS, M.Com)  
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CP No - 13463

2. The Shareholders of the Company holding shares as on the "Cut Off" date of **22<sup>nd</sup> September 2020** were entitled to vote on the proposed resolutions as set out at Item Number 1 to 5 in Notice of 29<sup>th</sup> AGM of the Company.
3. The votes cast under remote e-voting facility were thereafter unblocked in the presence of Ms. Abhivyakti Yadav and Mr. Rahul Malviya who were not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

ABHIVYAKTI YADAV

RAHUL MALVIYA

4. Thereafter the details containing inter- alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited ("CDSL") i.e. [www.evotingindia.com](http://www.evotingindia.com)
5. The results of **Remote e-voting** is as under:

**I. Resolution No.1: Ordinary Resolution:-**

*To receive, consider and adopt the Financial Statements of the Company for the year ended on March 31st, 2020 including the Audited Balance Sheet as on March 31st 2020, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the reports of the Board of Directors and Auditors thereon.*



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Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
Remote E-voting	6	883140	100%	-	-	-	883140	-	-
<b>Total</b>	<b>6</b>	<b>883140</b>	<b>100%</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>883140</b>	<b>-</b>	<b>-</b>

**II. Resolution No.2: Ordinary Resolution:-**

*To appoint a director in place of Mrs. Darshana Agrawal (DIN: 07429914), who retires by rotation and being eligible, offers herself for reappointment.*

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
Remote E-voting	6	883140	100%	-	-	-	883140	-	-
<b>Total</b>	<b>6</b>	<b>883140</b>	<b>100%</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>883140</b>	<b>-</b>	<b>-</b>





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**III. Resolution No.3: Ordinary Resolution**

*Ratification of appointment of Statutory Auditors and to fix their remuneration*

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
Remote E-voting	6	883140	100%	-	-	-	883140	-	-
Total	6	883140	100%	-	-	-	883140	-	-

**IV. Resolution No.4: Special Business**

*Appointment of Rahul Gupta as Independent director*

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
Remote E-voting	6	883140	100%	-	-	-	883140	-	-
Total	6	883140	100%	-	-	-	883140	-	-



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**V. Resolution No.5: Special Business**

*Reappointment of Mr. Sham Sarup Kohli as Independent Director*

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
Remote E-voting	6	883140	100%	-	-	-	883140	-	-
Total	6	883140	100%	-	-	-	883140	-	-

The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid 29<sup>th</sup> Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,  
Yours Faithfully,  
**For KMS & ASSOCIATES**

KUSHAL SHARMA Digitally signed by  
KUSHAL SHARMA  
Date: 2020.10.01  
14:30:11 +05'30'

**CS KUSHAL SHARMA**  
Partner  
M.No: 30640  
C.P.No. 11234

**Place:** Bhopal  
**Date:** 01<sup>st</sup> October 2020  
**UDIN:** A030640B000836643



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CS MANALI SITOKE  
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CP No - 13463

**FORM No. MGT-13**  
**Report of Scrutinizer**

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of Companies  
(Management and Administration) Rules, 2015 as amended]

To,  
The Chairman of 29<sup>th</sup> Annual General Meeting  
**GTV ENGINEERING LIMITED**  
CIN: L15143MP1991PLC006395  
held on Tuesday, 29<sup>th</sup> September, 2020 at 12.30 P.M.  
through Video conferencing

Dear Sir,

1. I, Kushal Sharma , Practicing Company Secretary have been appointed as the Scrutinizer by the Board of Directors of **GTV ENGINEERING LIMITED** (hereinafter referred to as “the Company”) for the purpose of e-voting facility pursuant to section 108 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2015, in the resolution contained in the notice of the 29<sup>th</sup> Annual General Meeting (AGM) of the member of the company dated 20<sup>th</sup> August 2020, held on Tuesday, 29<sup>th</sup> September, 2020 at 12.30 P.M. through video conferencing.
2. The management of the company is responsible to ensure compliance with the requirement of the act and rules relating to voting through e-voting means on the resolution proposed in the notice of the 29<sup>th</sup> AGM of the members of the company dated 20<sup>th</sup> August 2020. My responsibility as the scrutinizer for e-voting process is restricted to making a scrutinizer’s report of the votes cast in “**favour**” or “**against**” on the resolutions proposed in the notice to the 29<sup>th</sup> AGM of the company, through e-voting at the AGM.
3. The Shareholders of the Company holding shares as on the “Cut Off” date of **22<sup>nd</sup> September 2020** were entitled to vote on the proposed resolutions as set out at Item Number 1 to 5 in Notice of 29<sup>th</sup> AGM of the Company.



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4. Thereafter the details containing inter- alia, list of equity shareholders, who voted “For” and “Against”, were downloaded from the e-voting website of Central Depository Services (India) Limited (“CDSL”) i.e. [www.evotingindia.com](http://www.evotingindia.com)
5. The result of the Poll (E-voting at AGM) is as under:

**Item No.1: Ordinary Resolution:-**

*To receive, consider and adopt the Financial Statements of the Company for the year ended on March 31st, 2020 including the Audited Balance Sheet as on March 31st 2020, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the reports of the Board of Directors and Auditors thereon.*

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4=(3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll (E-voting at AGM)	6	1271981	100%	-	-	-	1271981	-	-
Total	6	1271981	100%	-	-	-	1271981	-	-



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**Item No.2: Ordinary Resolution**

*To appoint a director in place of Mrs. Darshana Agrawal (DIN: 07429914), who retires by rotation and being eligible, offers herself for reappointment.*

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll (E-voting at AGM)	6	1271981	100%	-	-	-	1271981	-	-
Total	6	1271981	100%	-	-	-	1271981	-	-

**Item No. 3: Ordinary Resolution**

*Ratification of appointment of Statutory Auditors and to fix their remuneration*

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll (E-voting at AGM)	6	1271981	100%	-	-	-	1271981	-	-
Total	6	1271981	100%	-	-	-	1271981	-	-



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**Item No. 4: Special Business**

*Appointment of Rahul Gupta as Independent director*

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll (E-voting at AGM)	6	1271981	100%	-	-	-	1271981	-	-
<b>Total</b>	<b>6</b>	<b>1271981</b>	<b>100%</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1271981</b>	<b>-</b>	<b>-</b>

**Item No. 5: Special Business**

*Reappointment of Mr. Sham Sarup Kohli as Independent Director*

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll (E-voting at AGM)	6	1271981	100%	-	-	-	1271981	-	-
<b>Total</b>	<b>6</b>	<b>1271981</b>	<b>100%</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1271981</b>	<b>-</b>	<b>-</b>



**KMS & ASSOCIATES**  
PRACTICING COMPANY SECRETARIES

**CS KUSHAL SHARMA**  
(ACS, M.Com)  
M.No - 30640  
CP No - 11234

**CS MANALI SITOKE**  
(ACS, M.Com, LLB)  
M.No - 36391  
CP No - 13463

6. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid 29th Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,  
Yours Faithfully,  
**For KMS & ASSOCIATES**

**KUSHAL**  
**SHARMA**  
Digitally signed by  
KUSHAL SHARMA  
Date: 2020.10.01  
15:10:19 +05'30'

**CS KUSHAL SHARMA**  
Partner  
M.No: 30640  
C.P.No. 11234

**Place:** Bhopal  
**Date:** 01<sup>st</sup> October 2020  
**UDIN:** A030640B000836643



CS KUSHAL SHARMA  
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CP No - 13463

**Scrutinizer's Report-Combined**

**(Pursuant to section 108 and 109 of the Companies Act 2013 and Companies (Management and Administrations) Rules, 2015 as amended)**

To,  
**The Chairman of 29<sup>th</sup> Annual General Meeting**  
**GTV ENGINEERING LIMITED**  
CIN: L15143MP1991PLC006395  
held on Tuesday, 29th September, 2020 at 12.30 P.M.  
through Video conferencing

Dear Sir,

Sub: **Passing of Resolution(s) through E-voting at AGM conducted at 29<sup>th</sup> Annual General Meeting and remote e-voting of GTV Engineering Limited**

1. I, KUSHAL SHARMA, Practicing Company Secretary having been appointed as the Scrutinizer by the Board of Directors of **GTV ENGINEERING LIMITED** (hereinafter referred to as "the Company") for the purpose of scrutinizing remote e-voting process and the e-voting to be conducted at the Annual General Meeting ("AGM"), pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and poll through ballot from facility pursuant to section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, in the resolution contained in the notice of the Annual General Meeting (AGM) of the member of the company dated 20<sup>TH</sup> August, 2020 held on Tuesday, 29th September, 2020 at 12.30 P.M. through Video conferencing.

2. The management of the company is responsible to ensure compliance with the requirement of the act and rules relating to voting through remote e-voting and e-voting means on the resolution proposed in the notice of the 29<sup>th</sup> AGM of the members of the company dated 20<sup>TH</sup>





CS KUSHAL SHARMA  
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M.No - 30640  
CP No - 11234

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August, 2020. My responsibility as the scrutinizer for the process of voting is to ensure that the voting process is conducted in fair and transparent manner and is restricted to make a scrutinizer's report of the votes cast in "**favour**" or "**against**" on the resolutions proposed in the notice to the 29<sup>th</sup> AGM of the company, based on report generated from e-voting system provided by Central Depository Services (India) Limited ("CDSL"), the authorized agency to provide e-voting facility, engaged by the company for voting through electronic means in respect of the resolutions considered at the 29<sup>th</sup> Annual General Meeting of the shareholder of the company.

3. The remote e-voting facility were kept open from Saturday, 26th September, 2020 09:00 A.M. to Monday, 28TH September, 2020 5:00 P.M. and members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on e-voting platform provided by **CDSL**
4. The Cut-off date for the purposes of identifying the Members who were entitled to vote on the resolutions placed for approval of the Members was **22<sup>nd</sup> September 2020**.
5. E-Voting facility provided at the AGM was optional till all the resolution were consider and voted upon, only by member attending the meeting and who have not voted through remote e-voting.
6. On Tuesday, 29<sup>th</sup> September, 2020 after the conclusion of voting at the AGM first counted the votes cast at the meeting thereafter unblocked the votes cast through remote e-voting in the presence of Ms. Abhivyakti Yadav and Mr. Rahul Malviya who acted as the witnesses.

**ABHIVYAKTI YADAV**

**RAHUL MALVIYA**

7. As prescribed in clause (v) of sub rule 4 of Rule 20 of the Companies (Management and Administration) Rules, 2015, as amended, the Company also released an advertisement, which was published in English language in **Central Chronicle** on 06<sup>th</sup> September, 2020 and in Hindi Language in **Nav-Bharat Times** on 06<sup>th</sup> September, 2020.



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8. At the end of the voting period on Wednesday, 28<sup>TH</sup> September, 2020 5:00 P.M. the voting portal of CDSL was blocked.

Accordingly, CDSL provided me the names, DP ID/ folio numbers and shareholding of Members who had cast their votes through remote e-voting.

9. At the AGM, at the end of discussion the Chairman ordered voting for those members present but had not cast their vote either through remote e-voting.

Thereafter, I as a Scrutinizer duly compiled the details of voting through poll done at the venue of the AGM and the remote e-voting carried out by the Members, the details of which are as follows:

**Item No.1: Ordinary Resolution:-**

*To receive, consider and adopt the Financial Statements of the Company for the year ended on March 31st, 2020 including the Audited Balance Sheet as on March 31st 2020, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the reports of the Board of Directors and Auditors thereon.*

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4=(3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll	6	1271981	100%	-	-	-	1271981	-	-
Remote E-voting	6	883140	100%	-	-	-	883140	-	-
Total	12	2155121					2155121	-	-

\*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM



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CP No - 13463

**Item No.2: Ordinary Resolution**

*To appoint a director in place of Mrs. Darshana Agrawal (DIN: 07429914), who retires by rotation and being eligible, offers herself for reappointment.*

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4=(3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll	6	1271981	100%	-	-	-	1271981	-	-
Remote E-voting	6	883140	100%	-	-	-	883140	-	-
Total	12	2155121					2155121	-	-

\*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM

**Item No. 3: Ordinary Resolution:-**

*Ratification of appointment of Statutory Auditors and to fix their remuneration*

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4=(3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll	6	1271981	100%	-	-	-	1271981	-	-
Remote E-voting	6	883140	100%	-	-	-	883140	-	-
Total	12	2155121					2155121	-	-

\*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM



CS KUSHAL SHARMA  
(ACS, M.Com)  
M.No - 30640  
CP No - 11234

CS MANALI SITOKE  
(ACS, M.Com, LLB)  
M.No - 36391  
CP No - 13463

**Item No. 4: Special Business**

*Appointment of Rahul Gupta as Independent director*

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll	6	1271981	100%	-	-	-	1271981	-	-
Remote E-voting	6	883140	100%	-	-	-	883140	-	-
Total	12	2155121					2155121	-	-

\*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM

**Item No. 5: Special Business**

*Reappointment of Mr. Sham Sarup Kohli as Independent Director*

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll	6	1271981	100%	-	-	-	1271981	-	-
Remote E-voting	6	883140	100%	-	-	-	883140	-	-
Total	12	2155121					2155121	-	-

\*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM



**KMS & ASSOCIATES**  
PRACTICING COMPANY SECRETARIES

**CS KUSHAL SHARMA**  
(ACS, M.Com)  
M.No - 30640  
CP No - 11234

**CS MANALI SITOKE**  
(ACS, M.Com, LLB)  
M.No - 36391  
CP No - 13463

10. The list of Equity shareholders who voted "FOR"/"AGAINST" for each resolution through remote e-voting process and at the AGM is sent to Mr. Ankit Rohit Company Secretary of the Company for records.
11. All relevant record of electronic voting will remain in my safe custody until the chairman of the meeting considers, approves and signs the Minutes of 29<sup>th</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman of the Meeting and the Company Secretary of the company for safe keeping.

Based on the above information, you may kindly announce the result of voting at AGM and remote e-voting.

Thanking you,  
Yours Faithfully,  
**For KMS & ASSOCIATES**

**KUSHAL** Digitally signed  
by KUSHAL  
SHARMA  
**SHARMA** Date: 2020.10.01  
14:20:08 +05'30'

**CS KUSHAL SHARMA**  
Partner  
M.No: 30640  
C.P.No. 11234

**Place:** Bhopal  
**Date:** 01<sup>st</sup> October 2020  
**UDIN:** A030640B000836643



CS KUSHAL SHARMA  
(ACS, M.Com)  
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CP No - 13463

**Format for voting result prescribed under regulation 44 of SEBI (Listing obligation and disclosure requirement) regulation, 2015, being part of scrutinizer's report (E-voting & Ballot from poll)**

**ANNEXURE –“A” (Page 1 of 5)**

Date of AGM	29.09.2020
Total no. of Share holder on record date.	661
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	<u>3</u>
Public:	<u>7</u>

**Agenda-wise disclosure:-**

Resolution/Agenda No.1: (Ordinary Resolution):- To receive, consider and adopt the Financial Statements of the Company for the year ended on March 31st, 2020 including the Audited Balance Sheet as on March 31st 2020, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the reports of the Board of Directors and Auditors thereon.								
Resolution required: (Ordinary/ Special)				Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				NO.				
Category	Mode of voting	No.of share held (1)	No. of votes polled (2)	% of votes polled on outstanding share (3)=[(2)/(1)] *100	No. of votes 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	Remote E-voting	847398	847398	100%	847398	NIL	100%	NIL
	Poll	1260681	1260681	100%	1260681	NIL	100%	NIL
	Postal ballot	NIL	NIL	N.A	NIL	NIL		NIL
	Total	2108079	2108079	100%	2108079	NIL	100%	NIL
Public- Institution	Remote E-voting	NIL	NIL	N.A	NIL	NIL		NIL
	Poll	NIL	NIL	N.A	NIL	NIL		NIL
	Postal ballot	NIL	NIL	N.A	NIL	NIL		NIL
	Total	NIL	NIL	N.A	NIL	NIL		NIL
Public- non Institution	Remote E-voting	35742	35742	100%	35742	NIL	100%	NIL
	Poll	11300	11300	100%	11300	NIL	100%	NIL
	Postal ballot	NIL	NIL	N.A	NIL	NIL		NIL
	Total	47042	47042	100%	47042	NIL	100%	NIL
Total		2155121	2155121		2155121			



CS KUSHAL SHARMA  
(ACS, M.Com)  
M.No - 30640  
CP No - 11234

CS MANALI SITOKE  
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M.No - 36391  
CP No - 13463

\*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM

**ANNEXURE –“A” (Page 2 of 5)**

Resolution/Agenda No.2: (Ordinary Resolution):- To appoint a director in place of Mrs. Darshana Agrawal (DIN: 07429914), who retires by rotation and being eligible, offers herself for reappointment.								
Resolution required: (Ordinary/ Special)				Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				NO.				
Category	Mode of voting	No.of share held (1)	No. of votes polled (2)	% of votes polled on outstanding share (3)=[(2)/(1)] *100	No. of votes 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	Remote E-voting	847398	847398	100%	847398	NIL	100%	NIL
	Poll	1260681	1260681	100%	1260681	NIL	100%	NIL
	Postal ballot	NIL	NIL	N.A	NIL	NIL		NIL
	Total	2108079	2108079	100%	2108079	NIL	100%	NIL
Public-Institution	Remote E-voting	NIL	NIL	N.A	NIL	NIL		NIL
	Poll	NIL	NIL	N.A	NIL	NIL		NIL
	Postal ballot	NIL	NIL	N.A	NIL	NIL		NIL
	Total	NIL	NIL	N.A	NIL	NIL		NIL
Public- non Institution	Remote E-voting	35742	35742	100%	35742	NIL	100%	NIL
	Poll	11300	11300	100%	11300	NIL	100%	NIL
	Postal ballot	NIL	NIL	N.A	NIL	NIL		NIL
	Total	47042	47042	100%	47042	NIL	100%	NIL
<b>Total</b>		<b>2155121</b>	<b>2155121</b>		<b>2155121</b>			

\*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM



CS KUSHAL SHARMA  
(ACS, M.Com)  
M.No - 30640  
CP No - 11234

CS MANALI SITOKE  
(ACS, M.Com, LLB)  
M.No - 36391  
CP No - 13463

**ANNEXURE –“A” (Page 3 of 5)**

Resolution/Agenda No.3: (Ordinary Resolution):- Ratification of appointment of Statutory Auditors and to fix their remuneration								
Resolution required: (Ordinary/ Special)				Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				NO.				
Category	Mode of voting	No.of share held (1)	No. of votes polled (2)	% of votes polled on outstanding share (3)=[(2)/(1)] *100	No. of votes 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	Remote E-voting	847398	847398	100%	847398	NIL	100%	NIL
	Poll	1260681	1260681	100%	1260681	NIL	100%	NIL
	Postal ballot	NIL	NIL	N.A	NIL	NIL		NIL
	Total	2108079	2108079	100%	2108079	NIL	100%	NIL
Public-Institution	Remote E-voting	NIL	NIL	N.A	NIL	NIL		NIL
	Poll	NIL	NIL	N.A	NIL	NIL		NIL
	Postal ballot	NIL	NIL	N.A	NIL	NIL		NIL
	Total	NIL	NIL	N.A	NIL	NIL		NIL
Public- non Institution	Remote E-voting	35742	35742	100%	35742	NIL	100%	NIL
	Poll	11300	11300	100%	11300	NIL	100%	NIL
	Postal ballot	NIL	NIL	N.A	NIL	NIL		NIL
	Total	47042	47042	100%	47042	NIL	100%	NIL
<b>Total</b>		<b>2155121</b>	<b>2155121</b>		<b>2155121</b>			

\*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM





CS KUSHAL SHARMA  
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CS MANALI SITOKE  
(ACS, M.Com, LLB)  
M.No - 36391  
CP No - 13463

**ANNEXURE –“A” (Page 4 of 5)**

Resolution/Agenda No.4: (Ordinary Resolution):- Appointment of Rahul Gupta as Independent director								
Resolution required: (Ordinary/ Special)				Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				NO.				
Category	Mode of voting	No.of share held (1)	No. of votes polled (2)	% of votes polled on outstanding share (3)=[(2)/(1)] *100	No. of votes 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	Remote E-voting	847398	847398	100%	847398	NIL	100%	NIL
	Poll	1260681	1260681	100%	1260681	NIL	100%	NIL
	Postal ballot	NIL	NIL	N.A	NIL	NIL		NIL
	Total	2108079	2108079	100%	2108079	NIL	100%	NIL
Public- Institution	Remote E-voting	NIL	NIL	N.A	NIL	NIL		NIL
	Poll	NIL	NIL	N.A	NIL	NIL		NIL
	Postal ballot	NIL	NIL	N.A	NIL	NIL		NIL
	Total	NIL	NIL	N.A	NIL	NIL		NIL
Public- non Institution	Remote E-voting	35742	35742	100%	35742	NIL	100%	NIL
	Poll	11300	11300	100%	11300	NIL	100%	NIL
	Postal ballot	NIL	NIL	N.A	NIL	NIL		NIL
	Total	47042	47042	100%	47042	NIL	100%	NIL
Total		2155121	2155121		2155121			

\*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM



CS KUSHAL SHARMA  
(ACS, M.Com)  
M.No - 30640  
CP No - 11234

CS MANALI SITOKE  
(ACS, M.Com, LLB)  
M.No - 36391  
CP No - 13463

**ANNEXURE –“A” (Page 5 of 5)**

Resolution/Agenda No.5: (Special Resolution):- Reappointment of Mr. Sham Sarup Kohli as Independent Director								
Resolution required: (Ordinary/ Special)				Special Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				NO.				
Category	Mode of voting	No.of share held (1)	No. of votes polled (2)	% of votes polled on outstanding share (3)=[(2)/(1)] *100	No. of votes 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	Remote E-voting	847398	847398	100%	847398	NIL	100%	NIL
	Poll	1260681	1260681	100%	1260681	NIL	100%	NIL
	Postal ballot	NIL	NIL	N.A	NIL	NIL		NIL
	Total	2108079	2108079	100%	2108079	NIL	100%	NIL
Public- Institution	Remote E-voting	NIL	NIL	N.A	NIL	NIL		NIL
	Poll	NIL	NIL	N.A	NIL	NIL		NIL
	Postal ballot	NIL	NIL	N.A	NIL	NIL		NIL
	Total	NIL	NIL	N.A	NIL	NIL		NIL
Public- non Institution	Remote E-voting	35742	35742	100%	35742	NIL	100%	NIL
	Poll	11300	11300	100%	11300	NIL	100%	NIL
	Postal ballot	NIL	NIL	N.A	NIL	NIL		NIL
	Total	47042	47042	100%	47042	NIL	100%	NIL
Total		2155121	2155121		2155121			

\*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM

**Note:-All the above resolution passed by majority.**

Thanking you,

Yours Faithfully,

**For KMS & ASSOCIATES**

KUSHAL SHARMA  
Digitally signed by  
KUSHAL SHARMA  
Date: 2020.10.01  
14:20:47 +05'30'

**CS KUSHAL SHARMA**

Partner

M.No: 30640

C.P.No. 11234

Place: Bhopal

Date: 01<sup>st</sup> October 2020

UDIN: A030640B000836643