

H P Sanghvi & Co.
COMPANY SECRETARIES

401-406, K Building, 24 Walchand Hirachand Marg, Ballard Estate, CST, Mumbai – 400 001
Phone: 022-4002 1712; 022-2263 1149 e-mail: hpsanghivico@gmail.com

Combined Scrutinizer Report for e-voting and Poll for Shree Precoated Steels Limited

The Chairman
**6th Annual General Meeting of Equity Shareholders of
Shree Precoated Steels Limited**

Dear Sir,

Re: **Passing of Resolution through electronic AND poll conducted at the
6th AGM of Shree Precoated Steels Limited**

1. I, Haresh Sanghvi of H P Sanghvi & Co., Company Secretaries, Mumbai, have been appointed as Scrutinizer by the Board of Directors of **Shree Precoated Steels Limited** ("the Company") for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the Rules) held between 23rd September 2014 at 09.00 AM to 25th September 2014 at 6.00 PM and the Chairman of the 6th Annual General Meeting (AGM) has appointed me as the Scrutinizer for the Poll under the provisions of Section 109 of the Act read with Rule 21 of the Rules held at the 6th AGM of the Company on the 27th September 2014.
2. The Company has appointed National Securities Depositories Limited (NSDL) as a service provider for extending the facility of electronic voting to the shareholders of the Company The e-voting period commenced on 3rd September 2014 at 09.00 AM to 25th September 2014 at 6.00 PM. For further details my report dated 26th September 2014 may be referred.
3. At the 6th AGM of the Company held on 27th September 2014, the Chairman of the Company *suo motto* called for a Poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. The Chairman of the AGM had appointed me as the Scrutinizer for the same. For further details kindly refer to my report dated 29th September 2014.
4. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to e-voting and poll and clauses of the Listing agreement relating thereto on the resolution contained in the notice of 6th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process and poll at the AGM is restricted to presenting a Scrutinizer's report of the votes cast "in favour" or "Against" the resolution stated above based on the reports generated from the e-voting system provided by National Securities Depositories Limited (NSDL) and ballot voting.
5. The result of the e-voting together with that of the Poll is as under:



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A. RESOLUTION NO.1 – ORDINARY RESOLUTION

Adoption of Annual Accounts and Reports thereon for the financial year ended 31st March, 2014.

Particulars	Numbers			Number of votes contained in			Percentage
	Polling Papers	E-votes	Total	Polling Papers	E-Votes	Total	
Received	9	78	87	700078	62104614	62804692	100
Assent	9	75	84	700078	62094756	62794834	99.9843
Dissent	0	3	3	0	9858	9858	00.0157`
Total	9	78	87	700078	62104614	62804692	100

B. RESOLUTION NO.2: ORDINARY RESOLUTION

Re-appointment of Mr. Sanjay Ajmera, Managing Director who retires by rotation.

Particulars	Numbers			Number of votes contained in			Percentage
	Polling Papers	E-votes	Total	Polling Papers	E-Votes	Total	
Received	9	68	77	700078	49656584	50356662	100
Assent	9	64	73	700078	49642895	50342973	99.9728
Dissent	0	4	4	0	13689	13689	00.0272
Total	9	68	77	700078	49656584	50356662	100

C. RESOLUTION NO.3: ORDINARY RESOLUTION

Re-appointment of M/s V Parekh & Associates, Chartered Accountants, Mumbai, as Statutory Auditors of the Company and fixation of their remuneration.

Particulars	Numbers			Number of votes contained in			Percentage
	Polling Papers	E-votes	Total	Polling Papers	E-Votes	Total	
Received	9	77	86	700078	62104264	62804342	100
Assent	9	75	84	700078	62094756	62794834	99.9849
Dissent	0	2	2	0	9508	9508	00.0151
Total	9	77	86	700078	62104264	62804342	100



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D. RESOLUTION NO.4: ORDINARY RESOLUTION

Appointment of Smt. Aarti Ramani as an Independent Director, for a period of five years, not liable to retire by rotation.

Particulars	Numbers			Number of votes contained in			Percentage
	Polling Papers	E-votes	Total	Polling Papers	E-Votes	Total	
Received	9	77	86	700078	62104264	62804442	100
Assent	9	75	84	700078	62094756	62794834	99.9847
Dissent	0	2	2	0	9508	9508	00.0153
Total	9	77	86	700078	62104264	62804442	100

E. RESOLUTION NO.5: ORDINARY RESOLUTION

Appointment of Mr. Ambalal C. Patel as an Independent Director, for a period of five years, not liable to retire by rotation..

Particulars	Numbers			Number of votes contained in			Percentage
	Polling Papers	E-votes	Total	Polling Papers	E-Votes	Total	
Received	9	76	85	700078	61067237	61767315	100
Assent	9	74	83	700078	61057729	61757807	99.9846
Dissent	0	02	02	0	9508	9508	00.0154
Total	9	76	85	700078	61067237	61767315	100

F. RESOLUTION NO.6: ORDINARY RESOLUTION

Appointment of Mr. Nilesh Sarvaiya as an Independent Director, for a period of five years, not liable to retire by rotation..

Particulars	Numbers			Number of votes contained in			Percentage
	Polling Papers	E-votes	Total	Polling Papers	E-Votes	Total	
Received	9	77	86	700078	62104264	62804342	100
Assent	9	75	84	700078	62094756	62794834	99.0849
Dissent	0	2	2	0	9508	9508	00.0151
Total	9	77	86	700078	62104264	62804342	100



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G. RESOLUTION NO.7: ORDINARY RESOLUTION

Appointment of Mr. Jagdish J. Doshi as an Independent Director, for a period of five years, not liable to retire by rotation.

Particulars	Numbers			Number of votes contained in			Percentage
	Polling Papers	E-votes	Total	Polling Papers	E-Votes	Total	
Received	9	75	84	700078	61825439	62525517	100
Assent	9	73	82	700078	61815931	62516009	99.9848
Dissent	0	2	2	0	9508	9508	00.0152
Total	9	75	84	700078	61825439	62525517	100

H. RESOLUTION NO.8: SPECIAL RESOLUTION

Approve payment of remuneration to Mr. Ishwarlal S Ajmera as Chairman & Managing Director.

Particulars	Numbers			Number of votes contained in			Percentage
	Polling Papers	E-votes	Total	Polling Papers	E-Votes	Total	
Received	9	68	77	700078	49630451	50330529	100
Assent	9	64	73	700078	49620526	50320604	99.9802
Dissent	0	4	4	0	9925	9925	00.0198
Total	9	68	77	700078	49630451	50330529	100

I. RESOLUTION NO.9: SPECIAL RESOLUTION

Approve payment of remuneration to Mr. Dhaval Ajmera as Director.

Particulars	Numbers			Number of votes contained in			Percentage
	Polling Papers	E-votes	Total	Polling Papers	E-Votes	Total	
Received	9	71	80	700078	52733131	53433209	100
Assent	9	67	76	700078	52723206	53423284	99.9814
Dissent	0	4	4	0	9925	9925	00.0186
Total	9	71	80	700078	52733131	53433209	100



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J. RESOLUTION NO.10: SPECIAL RESOLUTION

Consent and authority to Board of Director for borrowing power pursuant to Sec 180(1)(c) of the Companies Act, 2013.

Particulars	Numbers			Number of votes contained in			Percentage
	Polling Papers	E-votes	Total	Polling Papers	E-Votes	Total	
Received	9	77	86	700078	62104264	62804342	100
Assent	9	72	81	700078	62090758	62790836	99.9785
Dissent	0	05	05	0	13506	13506	00.0215
Total	9	77	86	700078	62104264	62804342	100

K. RESOLUTION NO.11: SPECIAL RESOLUTION


Consent and authority of Board of Directors to create charge on the assets of the company pursuant to Sec 180(1)(a) of the Companies Act, 2013.

Particulars	Numbers			Number of votes contained in			Percentage
	Polling Papers	E-votes	Total	Polling Papers	E-Votes	Total	
Received	9	77	86	700078	62104264	62804342	100
Assent	9	72	81	700078	62090758	62790836	99.9785
Dissent	0	05	05	0	13506	13506	00.0215
Total	9	77	86	700078	62104264	62804342	100

I hereby confirm that I am maintaining the registers received from the service providers both electronically and manually, in respect of the votes cast through e-voting and poll by the shareholders of the Company. I shall be arranging to handover this record to you or such other person as authorized by you.

H. P. SANGHVI & COMPANY
Practicing Company Secretaries
H.P. SANGHVI FCS 2259




HAREESH SANGHVI
Proprietor
CoP No. 3675

Place : Mumbai

Date : 29th September, 2014.

