



**FORM NO.MGT - 13**

**Report of Scrutinizer - S & S POWER SWITCHGEAR LIMITED**

*[Pursuant to section 109 of the Companies Act, 2013 and Rule 21 (2) of the Companies (Management and Administration) Rules, 2014]*

To,  
The Chairman,  
S & S POWER SWITCHGEAR LIMITED,  
PLOT NO 14, CMDA INDUSTRIAL AREA PART-II,  
CHITHAMANUR VILLAGE, MARAIMALAI NAGAR,  
PIN - 603 209. KANCHEEPURAM DT. TAMILNADU

Respected Sir,


Sub: Scrutinizer Report - Passing of Resolution through Electronic Voting

I, S. Bhaskar, Partner of BP & Associates, Company Secretaries, Chennai - 83, was appointed as Scrutinizers for the 39th Annual General Meeting of the Equity Shareholders of "S&S power Switchgear limited" held on Tuesday, the 29th August, 2017 at 11.00 a.m. at Plot No 14, CMDA Industrial Area Part-II, Chithamanur Village, Maraimalai Nagar, Pin - 603 209. Kancheepuram dt. Tamilnadu for the purpose of scrutinizing the E-Voting process in a fair and transparent manner and ascertaining the requisite majority on e-Voting carried out as per the provisions of the Companies Act, 2013 and sub rule (xi) of Rule 20 of Companies (Management and Administration) Rules, 2014 on the resolutions referred to in this report.

We submit our report as under:

1. The e-Voting period remained open from 10.00 AM on Thursday, the 24<sup>th</sup> August, 2017 up to 5.00 PM on Monday, the 28th August, 2017.
2. The Shareholders holding shares as on the "Cut Off" date, i.e., 22nd August, 2017 were entitled to vote on the proposed 5 (Five) resolutions as mentioned in the Notice of the 39th Annual General Meeting of "S&S Power Switchgear Limited" (Item Number 1 to 5 of the Notice of the 39<sup>th</sup> AGM of S&S Power Switchgear Limited)
3. The votes were unblocked on Tuesday, the 29th August, 2017 around 12:30 PM in the presence of two witnesses, namely, Mr. M. Gopinath and V.Gopalan

They have signed below in confirmation of the votes being unblocked in their presence.



Name: M.Gopinath



Name: V.Gopalan





4. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were download from the E-Voting website of National Securities Depository Limited (NSDL)

5. The result of the E- voting is as under:

(a) Item No - 1

To receive, consider, adopt and approve the audited financial statement (including the audited consolidated financial statement) for the year ended March 31, 2017 along with the notes as on that date and the reports of the Board of Directors and the Auditors

(i) Voted in **favour** of the Resolution:

Number of Members voted in evoting	Number of votes cast by them	% of total number of valid votes cast
40	30,90,823	100%

(ii) Voted **against** the resolution:

Number of Members voted in evoting	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) Invalid Votes:

Number of Members voted in evoting	Total number of votes cast by them
-	-

(b) Item - 2

To re-elect Mrs. Gayathri Sundaram (DIN: 07342382), who retires by rotation, as a Director of the Company.

(i) Voted in **favour** of the Resolution:

Number of Members voted in evoting	Number of votes cast by them	% of total number of valid votes cast
38	30,89,973	99.97%





(ii) Voted **against** the resolution:

Number of Members voted in evoting	Number of votes cast by them	% of total number of valid votes cast
2	850	0.03%

(iii) Invalid Votes:

Number of Members voted in evoting	Total number of votes cast by them
-	-

(c) Item - 3

To appoint CNK & ASSOCIATES LLP, Chartered Accountants as Statutory Auditors of the Company.

(i) Voted in **favour** of the Resolution:

Number of Members voted in evoting	Number of votes cast by them	% of total number of valid votes cast
38	30,89,973	99.97%

(ii) Voted **against** the resolution:

Number of Members voted in evoting	Number of votes cast by them	% of total number of valid votes cast
2	850	0.03%

(iii) Invalid Votes:

Number of Members voted in evoting	Total number of votes cast by them
-	-





(d) Item - 4

**Special Business : Ordinary Resolution**

To appoint Mr. Peter John Woolrich (DIN 07808275) as Director of the Company

(i) Voted in **favour** of the Resolution:

Number of Members voted in evoting	Number of votes cast by them	% of total number of valid votes cast
38	30,89,973	99.97%

(ii) Voted **against** the resolution:

Number of Members voted in evoting	Number of votes cast by them	% of total number of valid votes cast
2	850	0.03%

(iii) Invalid Votes:

Number of Members voted in evoting	Total number of votes cast by them
-	-

(e) Item - 5

**Special Business : Special Resolution**

Re-appointment of Mr. Ashok Kumar Vishwakarma (DIN: 05203223) as Managing Director

(i) Voted in **favour** of the Resolution:

Number of Members voted in evoting	Number of votes cast by them	% of total number of valid votes cast
39	30,90,150	99.97%

(ii) Voted **against** the resolution:

Number of Members voted in evoting	Number of votes cast by them	% of total number of valid votes cast
2	850	0.03%







**BP & ASSOCIATES**  
Company Secretaries

(iii) Invalid Votes:

Number of Members voted in evoting	Total number of votes cast by therm
-	-

S Bhaskar,

Partner,  
BP & Associates,  
Company Secretaries  
C P No: 8315

Place: Chennai

Date: 29<sup>th</sup> August, 2017

