



# Swaran Jain & Associates

Company Secretaries

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## CONSOLIDATED SCRUTINIZER'S REPORT (E-VOTING & POLL)

[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman,  
23<sup>rd</sup> Annual General Meeting of the Equity shareholders  
of DCM Hyundai Ltd.,  
held on August 5, 2017 at 12.00 Noon  
at 6<sup>th</sup> Floor, Kanchenjunga Building, 18 Barakhamba Road, New Delhi


Dear Sir,

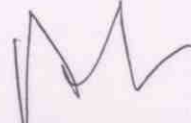
I, Swaran Kumar Jain, Practicing Company Secretary, (C.P.No.4906), has been appointed by the Board of Directors of the Company in its meeting held on 16.05.2017, as Scrutinizer for the purpose of scrutinizing the e-voting and poll processes and results in a fair and transparent manner and ascertaining the requisite majority as per the provisions of Sections 108 & 109 of the Companies Act, 2013 and Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014, on the below mentioned Resolutions before the 23<sup>rd</sup> Annual General Meeting of the equity shareholders of DCM Hyundai Limited. I accordingly submit my Report as under:

1. The e-voting period remained open from 2<sup>nd</sup> August, 2017 (10.00 AM) to 4<sup>th</sup> August, 2017 (5.00 PM).
2. The shareholders holding shares as on the cut off date i.e. 24<sup>th</sup> July, 2017 were entitled to vote on the proposed resolutions (Item no.1 to 3 as set out in the Notice of 23<sup>rd</sup> AGM of the Company dated 16<sup>th</sup> May, 2017).
3. The total paid up equity share capital of the Company as on 24<sup>th</sup> July, 2017 was Rs.4,00,14,900 (Rupees Four Crore Fourteen Thousand Nine Hundred) divided into 40,01,490 equity shares of Rs.10 (Rupees Ten) each.
4. The Chairman at the end of the proceedings, ordered poll on all resolutions before the AGM as per Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014.
5. An empty ballot box was inspected, locked and sealed by me prior to commencement of the poll.



6. After the time fixed for closing of the poll by the Chairman, I had sealed the top of the box and placed due identification mark thereon.
7. The locked ballot box was subsequently opened by me and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations/ proxies lodged with the Company. Thereafter the votes were counted.
8. No poll paper was found incomplete and/ or otherwise found defective.
9. After conclusion of the voting at the AGM, the votes cast through remote e-voting were unblocked in the presence of 2 witnesses, Mr. Bhuwan Prasad R/o.911 Baba Farid Puri, West Patel Nagar, New Delhi – 110008 and Mr.Ashok Kumar Singal, R/o. MB-8A, 2<sup>nd</sup> Floor, Master Block, Shakarpur, Delhi – 110092, who were not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

  
( Bhuwan Prasad)

  
(Ashok Kumar Singal)

10. The consolidated result of poll & e-voting are as under:

**a) Resolution (ordinary) no.1:Adoption of Annual Financial Statements (Standalone and Consolidated) for the year ended 31<sup>st</sup> March, 2017.**

Particulars	Poll		E-voting		Sub-total		%age of Votes
	No. of mem- bers	No. of votes	No. of Mem- bers	No. of votes	No. of Mem- bers	No. of equity shares	
"FOR"	9	480730	59	2032705	68	2513435	100
"AGAINST"	--	--	--	--	--	--	--
Total	9	480730	59	2032705	68	2513435	100
Invalid votes	--	--	--	--	--	--	--

Therefore, the Resolution is approved unanimously.



- b) **Resolution (ordinary) no. 2: Appointment of Director in place of Mr. S. Senthil Kumar, (DIN 00131558) who retires by rotation and, being eligible, offers himself for re-appointment.**

Particulars	Poll		E-voting		Sub-total		%age of Votes
	No. of mem- bers	No. of votes	No. of Mem- bers	No. of votes	No. of Mem- bers	No. of equity shares	
"FOR"	9	480730	59	2032705	68	2513435	100
"AGAINST"	--	--	--	--	--	--	--
Total	9	480730	59	2032705	68	2513435	100
Invalid votes	--	--	--	--	--	--	--

Therefore, the Resolution is approved unanimously.

- c) **Resolution (ordinary) no.3: Ratification of Appointment of Statutory Auditors.**

Particulars	Poll		E-voting		Sub-total		%age of Votes
	No. of mem- bers	No. of votes	No. of Mem- bers	No. of votes	No. of Mem- bers	No. of equity shares	
"FOR"	9	480730	59	2032705	68	2513435	100
"AGAINST"	--	--	--	--	--	--	--
Total	9	480730	59	2032705	68	2513435	100
Invalid votes	--	--	--	--	--	--	--

Therefore, the Resolution is approved unanimously.

11. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
12. The poll papers and other relevant records were sealed and handed over by me to the Chairman for safe keeping by Company Secretary.



13. The relevant records relating to e-voting shall remain in my safe custody until the Chairman considers, approves and sign the Minutes of the aforesaid Annual General Meeting and the same shall be handed over to the Company Secretary for safe keeping thereafter.

Thanking you,

Yours faithfully,



*Swaran*  
(Swaran Kumar Jain)  
Practicing Company Secretary  
CP No.4906

→ *haha*

New Delhi

Date: August 05, 2017