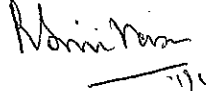



**SUMMARY OF VOTING BY POSTAL BALLOT/ E-VOTING  
SHRIRAM PISTONS & RINGS LTD. AS ON 01.04.2019**

Resolution No.	Total No. of Votes cast	Total No. of Invalid Votes	No. of Valid Votes	Votes cast in Favour of Resolution		Votes cast against the Resolution		Voting Result
				No. of Votes	% of votes	No. of Votes	% of votes	
1	19,765,496	-	19,765,496	19,765,482	99.99993	14	0.00007	Passed
2	19,765,496	-	19,765,496	19,765,482	99.99993	14	0.00007	Passed

1st April, 2019  
New Delhi

  
(Deepak Juneja)  
Scrutinizer

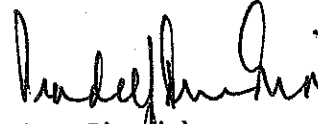
  
(R. Srinivasan)  
Company Secretary

  
(Pradeep Dinodia)  
Chairman

Shri R. Srinivasan, Company Secretary, is hereby authorised to announce the voting results and to arrange to get the same uploaded on the website of the Company and forward the same to National Stock Exchange.



1st April, 2019  
New Delhi

  
(Pradeep Dinodia)  
Chairman

**DEEPAK JUNEJA**  
Company Secretaries

C-54, Nizamuddin East,  
New Delhi – 110013  
Tel: 9810047686, 41684236  
E-mail: [deepak\\_juneja@yahoo.com](mailto:deepak_juneja@yahoo.com)

---

To  
The Chairman  
M/s Shriram Pistons and Rings limited  
3rd Floor, Himalaya House,  
23, Kasturba Gandhi Marg,  
New Delhi-110001

1<sup>st</sup> April, 2019

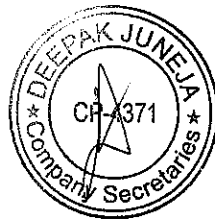
Sub: Consolidated Scrutinizer's Report on postal ballot and e-voting conducted pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended and to the extent applicable.

1. I, Deepak Juneja, Practicing Company Secretary (M. No. FCS: 6895, CP No.:4371), have been appointed as the Scrutinizer by the Board of Directors of the company to scrutinize the postal ballot and e-voting process in a fair and transparent manner and ascertaining the requisite majority on postal ballot and e-voting carried out pursuant to the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") as amended and to the extent applicable for the Special Resolutions as set out in the Notice for Postal Ballot and E-Voting dated 26<sup>th</sup> February, 2019 ("the Notice") for the Equity Shareholders of the company.
2. The Management of the Company is responsible for ensuring compliances with the requirements of the Act and the Rules thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting done through the postal ballot and e-voting conducted through electronic voting system on the resolutions contained in the Notice of the Meeting.
3. The Notice along with Explanatory Statement under Section 102 of the Act was sent to the shareholders of the company. The shareholders holding shares as on the cut-off date (record date) i.e. 26<sup>th</sup> February, 2019 were entitled to vote on the proposed resolutions as set out in the Notice.



4. The company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by shareholders of the company.
5. The voting period commenced on 2<sup>nd</sup> March, 2019 at 10.00 a.m. and ended on 31<sup>st</sup> March, 2019 at 5.00 p.m. for voting through postal ballot form as well as e-voting. The CDSL e-voting platform was blocked thereafter.
6. Our responsibility as a Scrutinizer for the voting process (through postal ballot and e-voting) is restricted to scrutinize the postal ballot papers and e-voting in a fair and transparent manner and to prepare a consolidated Scrutinizer's Report of the votes cast in Favour or Against the resolutions stated in the Notice.
7. All postal ballot forms received upto 5.00 p.m. on 31<sup>st</sup> March, 2019 being the last date and time fixed by the company for the said purpose were considered for scrutiny.
8. The e-votes were unblocked thereafter on 1<sup>st</sup> April 2019, in the presence of two witnesses Mr. Ram Juneja and Mr. Joginder Singh who are not in the employment of the company.
9. I did not find any defaced or mutilated postal ballot forms.
10. I have scrutinized and reviewed the voting through postal ballot and electronic means and votes tendered therein and maintained Registers separately for the purpose in which necessary entries have been made in accordance with the above rules.

I now submit my Report as under on the result of the voting through postal ballot and e-voting in respect of the special resolutions set out in the Notice:



**Resolution No. 1: Special Resolution** for continuation of Directorship of Shri C.Y. Pal (DIN: 00106536), aged about 82 years, as a Non-Executive Independent Director of the Company, up to the expiry of his present term of office i.e. upto 28th July, 2019 (as approved by Members in the Annual General Meeting held on 29th July, 2014) or upto the conclusion of the 55th AGM to be held in the year 2019, whichever is earlier.

(i) Voted in **Favour** of resolution

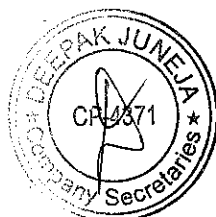
	No. of Members Voted	Numbers of Votes Casted (shares)	% of the total number of valid votes casted
E- voting	16	4478851	
Postal Ballot	15	15286631	
<b>Total</b>	<b>31</b>	<b>19765482</b>	<b>99.99993</b>

(ii) Voted **Against** the resolution

	No. of Members Voted	Numbers of Votes Casted (shares)	% of the total number of valid votes casted
E- voting	0	0	
Postal Ballot	3	14	
<b>Total</b>	<b>3</b>	<b>14</b>	<b>0.00007</b>

(iii) **Invalid** Votes

	Total number of members whose votes were declared Invalid	Total number of votes casted (Shares) % of the total number of valid votes casted
E- voting	NIL	NIL
Postal Ballot	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>



**Resolution No.2: Special Resolution** for continuation of Directorship of Shri Ravinder Narain (DIN: 00059197), aged about 82 years, as a Non-Executive Independent Director of the Company, up to the expiry of his present term of office i.e. upto 28th July, 2019 (as approved by Members in the Annual General Meeting held on 29th July, 2014) or upto the conclusion of the 55th AGM to be held in the year 2019, whichever is earlier.

(i) Voted in **Favour** of resolution

	No. of Members Voted	Numbers of Votes Casted (shares)	% of the total number of valid votes casted
E- voting	16	4478851	
Postal Ballot	15	15286631	
<b>Total</b>	<b>31</b>	<b>19765482</b>	<b>99.99993</b>

(ii) Voted **Against** the resolution

	No. of Members Voted	Numbers of Votes Casted (shares)	% of the total number of valid votes casted
E- voting	0	0	
Postal Ballot	3	14	
<b>Total</b>	<b>3</b>	<b>14</b>	<b>0.00007</b>

(iii) **Invalid** Votes


	Total number of members whose votes were declared Invalid	Total number of votes casted (Shares)
E- voting	NIL	NIL
Postal Ballot	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>




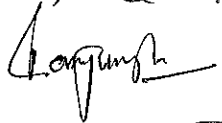
11. The results of the aforesaid postal ballot and e-voting for the Special Resolutions as set out in Notice dated 26<sup>th</sup> February, 2019 may accordingly be declared by the Chairman.

Thanking you



  
Deepak Juneja  
Practicing Company Secretary  
M. No. FCS: 6895  
CP No. 4371

Witnesses

1.   
Joginder Singh  
162, Sec - 11, FBD, HR
2.   
RAM JUNEJA  
C-54, Nizamuddin East  
New Delhi - 110013

**Shriram Pistons & Rings Limited**  
Postal ballot and e-voting results

S. No.	Folio No.	DP Id-Client Id	Name	No. of shares	Voting	Resolution 1	Resolution 2
1	170		Riken Corporation				
2	267		Ashok Kumar Taneja	4,692,057	Postal ballot	Assent	Assent
3	342		Ramesh Babu Sharma	48	Postal ballot	Assent	Assent
4	IN300468	10016662	SERA COM PRIVATE LTD.	4	Postal ballot	Assent	Assent
5	IN300468	10077754	MEENAKSHI DASS	946,040	Postal ballot	Assent	Assent
6	IN300468	10077762	LUV D. SHRIRAM/ MEENAKSHI DASS	1,146,354	Postal ballot	Assent	Assent
7	IN300468	10077771	MEENAKSHI DASS/ LUV D. SHRIRAM	3,335,668	Postal ballot	Assent	Assent
8	IN300468	10093701	SHABNAM COMMERCIAL PVT LTD	3,335,668	Postal ballot	Assent	Assent
9	IN300468	10093710	SARVA COMMERCIAL PVT LTD	102,320	Postal ballot	Assent	Assent
10	IN300468	10093904	MANISHA COMMERCIAL PRIVATE LIMITED	1,062,561	Postal ballot	Assent	Assent
11	IN300468	10094243	NANDISHI SHRIRAM	664,936	Postal ballot	Assent	Assent
12	IN300513	80812620	SUNDER SINGH	943	Postal ballot	Assent	Assent
13	1204470005402494		PRADEEP PAYAL	2	Postal ballot	Assent	Assent
14	1204470006242193		RAMAN SINGH	20	Postal ballot	Assent	Assent
15	1301520000159031		MEENA DINESH SHAH	1	Postal ballot	Assent	Assent
16	IN300118	10826627	CHETAN CHADHA	9	Postal ballot	Assent	Assent
17	IN300118	11404807	HIMANSHU CHADHA	11	Postal ballot	Dissent	Dissent
18	IN300206	10895862	SUNITA CHADHA	1	Postal ballot	Dissent	Dissent
				2	Postal ballot	Dissent	Dissent

Particulars (postal ballot)		
Total assent	No. of shares	No.
	15,286,631	15
Total dissent	14	3
Total of postal ballot	15,286,645	18

S. No.	Folio No.	DP Id-Client Id	Name	No. of shares	Voting	Resolution 1	Resolution 2
1		1201090006334130	USHA SRINIVASAN .				
2		1203480000030094	RAVI KANT PAI	3,236	e-voting	Assent	Assent
3		1203800000083904	RAVI KANT PAI	27	e-voting	Assent	Assent
4		317	NAVEEN AGARWAL	30	e-voting	Assent	Assent
5		457	KS KOLBENSCHMIDT GMBH	3	e-voting	Assent	Assent
6		519	VANDANA AGARWAL	4,474,974	e-voting	Assent	Assent
7		IN30011810449827	PRAVEEN KUMAR	1	e-voting	Assent	Assent
8		IN30020611044542	GAGAN KUMAR	1	e-voting	Assent	Assent
9		IN30021417672545	SONAL GARG	1	e-voting	Assent	Assent
10		IN30039414752520	PARMOD KUMAR JAIN	10	e-voting	Assent	Assent
11		IN30046810103661	ARVIND KUMAR JAIN	2	e-voting	Assent	Assent
12		IN30070810012312	SHRIPAL SINGH MOHNOT	401	e-voting	Assent	Assent
13		IN30114310689583	RAM JUNEJA	1	e-voting	Assent	Assent
14		IN30154918918274	RAJINDER KAKROO	1	e-voting	Assent	Assent
15		IN30154936594869	RAVI KANT PAI	30	e-voting	Assent	Assent
16		IN30290243479865	RAVI KANT PAI	123	e-voting	Assent	Assent
				10	e-voting	Assent	Assent

Particulars (e-voting)		
Total assent	No. of shares	No.
	4,478,851	16
Total dissent	-	0
Total of e-voting	4,478,851	16

Particulars (postal ballot & e-voting)		
Total assent	No. of shares	No.
	19,765,482	31
Total dissent	14	3
Grand total	19,765,496	34

