

July 25, 2024

Listing Department

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor

Plot No. C/1, G Block,

Bandra Kurla Complex, Bandra (East),

Mumbai – 400 051

ISIN No. INE526E01018

Company Symbol: SHRIPSTON

Sub: Scrutinizer's Report - 60th Annual General Meeting ('AGM')

Ref: SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Dear Madam/Sir,

This is in furtherance to our letter dated July 24, 2024, enclosing the copy of the Proceedings of 60th Annual General Meeting (AGM) of the Company held on Wednesday, July 24, 2024 at 4:00 p.m. (IST) through Video Conference (VC) / Other Audio Visual Means (OAVM) in compliance with Circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

In this regard, please note that the Board of Directors had appointed Ms. Preeti Grover, Practicing Company Secretary, Proprietor M/s PG & Associates, and in her absence Ms. Shabnam Kapoor, as the Scrutinizer to supervise the remote e-voting & e-voting at the AGM.

The Scrutinizer has submitted her Report on 24.7.2024 and based on the scrutinizer's report, we hereby inform that, the Members of the Company have duly passed all the Ordinary and Special Resolution(s) as mentioned in the Notice of 60th AGM dated 13.5.2024 with requisite majority.

In this regard, please find enclosed the Report of the Scrutinizer dated 24.7.2024, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) of the Companies (Management and Administration), Rules 2014.

This intimation is also being uploaded on the Company's website at <https://shrirampistons.com>.

Kindly take the above information on record and treat this as compliance with SEBI Listing Regulations.

Thanking you.

Yours faithfully,

For **Shriram Pistons & Rings Limited**

(Pankaj Gupta)

Company Secretary & Compliance Officer

Membership No.: F4647

Encl: As above

**SUMMARY OF VOTING AT THE 60TH ANNUAL GENERAL MEETING OF
SHRIRAM PISTONS & RINGS LIMITED HELD ON 24.7.2024**

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	3,43,03,781	-	3,43,03,781	3,43,02,970	99.998	811	0.002	Passed
2	3,43,04,346	-	3,43,04,346	3,43,03,739	99.998	607	0.002	Passed
3	3,43,04,267	2,05,94,106	1,37,10,161	1,36,25,312	99.381	84,849	0.619	Passed
4	3,43,04,346	-	3,43,04,346	3,41,89,483	99.665	1,14,863	0.335	Passed
5	3,43,04,267	-	3,43,04,267	3,43,03,195	99.997	1,072	0.003	Passed
6	3,43,04,267	-	3,43,04,267	3,41,96,996	99.687	1,07,271	0.313	Passed
7	3,43,03,677	-	3,43,03,677	3,41,89,404	99.667	1,14,273	0.333	Passed
8	3,43,04,267	-	3,43,04,267	3,43,03,456	99.998	811	0.002	Passed
9	3,43,04,346	-	3,43,04,346	3,42,19,497	99.753	84,849	0.247	Passed
10	3,43,04,346	-	3,43,04,346	3,42,73,636	99.910	30,710	0.090	Passed
11	3,43,04,344	-	3,43,04,344	3,41,88,903	99.663	1,15,441	0.337	Passed

*Includes 2,05,94,106 votes cast by the members interested in the resolution.

July 25, 2024
New Delhi


(Preeti Grover)
Scrutinizer


(Pankaj Gupta)
Company Secretary


(Krishnakumar Srinivasan)
MD & CEO


(Pradeep Dinodia)
Chairman

Mr. Pankaj Gupta, 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.




(Pradeep Dinodia)
Chairman



PG & ASSOCIATES
COMPANY SECRETARIES

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and relevant circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI) from time to time and other applicable provisions of the Companies Act, 2013]

To,
The Chairman
Shriram Pistons & Rings Limited
3rd Floor, Himalaya House,
23, Kasturba Gandhi Marg,
New Delhi 110001

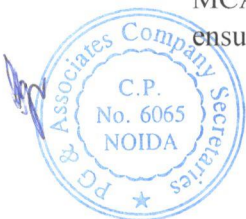
Sub: Consolidated Scrutinizer's Report on voting through electronic means (remote e-voting and e-voting system) conducted at the 60th Annual General Meeting (AGM) of M/s Shriram Pistons and Rings Limited ("the Company") held on Wednesday, 24th July, 2024, at 4:00 P.M. (IST) through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).

Dear Sir,

1. I, Preeti Grover, Company Secretary in Practice (COP No.-6065) and proprietor of PG & Associates, Company Secretaries (ICSI Unique Code - S2004UP073600), have been appointed as the Scrutinizer by the Board of Directors of the Company at their meeting held on 13th May, 2024:
 - (i) to scrutinize the remote e-voting carried out from **Sunday, 21st July, 2024 (9:00 a.m. IST) to Tuesday, 23rd July, 2024 (5:00 p.m. IST);** and
 - (ii) to scrutinize the e-voting at the AGM through VC/OAVM, on the resolutions(s) proposed in the AGM notice of the Company.

2. Management's Responsibility:

The management of the Company is responsible to ensure compliance for conducting the 60th AGM of the members of the Company through VC/OAVM and to organize the process of remote e-voting and e-voting system during the AGM of the Company in accordance with the provisions of the Companies Act, 2013 read with rules made thereunder and the MCA circulars issued in this regard. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.



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3. Scrutinizer's Responsibility:

My responsibility as a Scrutinizer is ascertaining the requisite majority on voting through remote e-voting and e-voting at the AGM, through the e-voting facility offered by Central Depository Services Limited (CDSL) authorised under the Rules and engaged by the Company to provide e-voting facility and submitting a consolidated scrutinizer's report of the votes cast "in favour" or "against" or "invalid" for the resolutions contained in the Notice of the AGM, based on the reports generated from the website of CDSL and documents furnished to me by the Company for my verification.

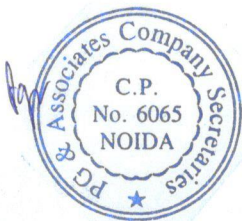
4. Further to the above, I submit my report as under:

- (a) The voting rights were reckoned on **Wednesday, 17th July, 2024** being the "**Cut-off Date**" to determine entitlements of the members to vote on the resolutions outline in the AGM notice through e-Voting before the 60th AGM and e-Voting system during the AGM on the resolutions (item no. 1 to 11 as set out in the AGM notice of the Company).
- (b) The notice of AGM dated 13th May, 2024, as confirmed by the Company, was sent to the members in respect of the below-mentioned resolutions, through electronic mode to those members whose e-mail addresses are registered with the Company/Depositories.
- (c) After the conclusion of the e-voting at the AGM, the votes cast by the members present through VC/OAVM at the AGM through the e-voting system and remote e-voting facility, were downloaded from the website of CDSL on 24th July, 2024, at 06:04 p.m. in the presence of two witnesses, Mrs. Shweta Gupta and Ms. Parveen Gill who are not in the employment of the Company.

5. Consolidated Report

I submit herewith my consolidated report on the result of the remote e-voting and e-voting at the AGM based on the reports generated from the website of CDSL in respect of the said resolutions.

6. I hereby confirm that electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.



Consolidated Voting Results:

Resolution No. 1 Ordinary Resolution	To consider and adopt the annual financial statements (standalone and consolidated) of the company for the financial year ended March 31, 2024 and the Report of Directors' and Auditors' thereon.
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(i) Voted in favour of the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
134	3,43,02,970	99.998

(ii) Voted against the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
3	811	0.002

(iii) Invalid votes:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
-	-	-

Resolution No. 2 Ordinary Resolution	To declare dividend on Equity Shares for the financial year ended 31st March, 2024.
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(i) Voted in favour of the resolution:

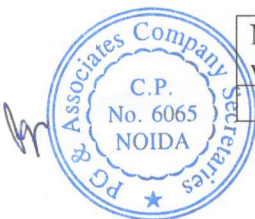
Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
134	3,43,03,739	99.998

(ii) Voted against the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
4	607	0.002

(iii) Invalid votes:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
-	-	-



Resolution No. 3 Ordinary Resolution	Appointment of a Director in place of Ms. Meenakshi Dass (DIN 00524865), who retires by rotation and being eligible, offers herself for re-appointment.
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(i) Voted in favour of the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
113	1,36,25,312	99.381

(ii) Voted against the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
13	84,849	0.619

(iii) Invalid votes:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
11	2,05,94,106	39.966

**Note: Invalid votes are votes cast by members interested in resolution.*

Resolution No. 4 Ordinary Resolution	Appointment of a Director in place of Mr. Pradeep Dinodia (DIN 00027995), who retires by rotation and being eligible, offers himself for re-appointment.
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(i) Voted in favour of the resolution:

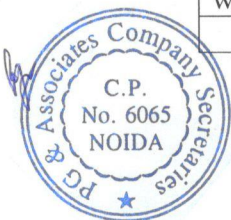
Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
120	3,41,89,483	99.665

(ii) Voted against the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
18	1,14,863	0.335

(iii) Invalid votes:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
-	-	-



Resolution No. 5 Ordinary Resolution	Approval for payment of remuneration to M/s Chandra Wadhwa & Co., Cost Accountants, (Firm Registration No. 00239), for conduct of Cost audit for the financial year 2024-2025.
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(i) Voted in favour of the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
130	3,43,03,195	99.997

(ii) Voted against the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
7	1,072	0.003

(iii) Invalid votes:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
-	-	-

Resolution No. 6 Special Resolution	Re-appointment of Mr. Shinichi Unno (DIN: 09189521) as Non-Executive Independent Director for a second term of 5 (five) consecutive years commencing from 29.7.2024 to 28.7.2029 (both days inclusive)
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(i) Voted in favour of the resolution:

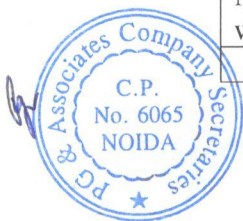
Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
120	3,41,96,996	99.687

(ii) Voted against the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
17	1,07,271	0.313

(iii) Invalid votes:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
-	-	-



Resolution No. 7 Special Resolution	Re-appointment of Mr. Hari Shanker Bhartia (DIN: 00010499) as Non-Executive Independent Director for a second term of 5 (five) consecutive years commencing from 31.3.2025 to 30.3.2030 (both days inclusive)
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(i) **Voted in favour of the resolution:**

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
119	3,41,89,404	99.667

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

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
17	1,14,273	0.333

(iii) **Invalid votes:**

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
-	-	-

Resolution No. 8 Special Resolution	Appointment of Ms. Tina Trikha (DIN: 02778940) as Non-Executive Independent Director of the Company for a period of 5 (five) years effective from 13.5.2024 to 12.5.2029 (both days inclusive)
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(i) **Voted in favour of the resolution:**

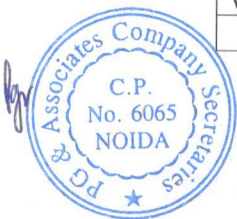
Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
134	3,43,03,456	99.998

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

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
3	811	0.002

(iii) **Invalid votes:**

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
-	-	-



Resolution No. 9 Ordinary Resolution	Appointment of Mr. Yasunori Maekawa (DIN: 06952173) as Non-Executive Director of the Company
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(i) Voted in favour of the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
125	3,42,19,497	99.753

(ii) Voted against the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
13	84,849	0.247

(iii) Invalid votes:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
-	-	-

Resolution No. 10 Special Resolution	Re-appointment of Mr. Krishnakumar Srinivasan (DIN: 00692717) as the Managing Director & Chief Executive Officer (“MD & CEO”) of the Company and Scheme of Advance to MD & CEO
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(i) Voted in favour of the resolution:

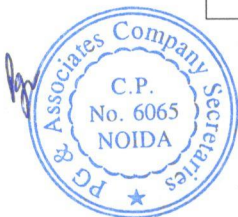
Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
132	3,42,73,636	99.910

(ii) Voted against the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
6	30,710	0.090

(iii) Invalid votes:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
-	-	-



Resolution No. 11 Special Resolution	The payment of 0.60% of the profit commission to the Chairman for the Financial Year 2024-25
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(i) Voted in favour of the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
112	3,41,88,903	99.663

(ii) Voted against the resolution:

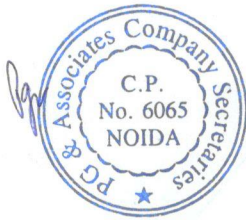
Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
26	1,15,441	0.337

(iii) Invalid votes:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
-	-	-

7. Based on the aforesaid results, I report that all Ordinary and Special Resolutions as set out in Item No. 1 to 11 of the Notice of 60th AGM dated 13th May, 2024, have been passed with the requisite majority.

8. It is to be noted that the members who abstained from voting were not considered;



Restriction on Use:

This report has been issued at the request of the Company for (i) submission to Stock Exchange, (ii) placing on website of the Company and (iii) website of CDSL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

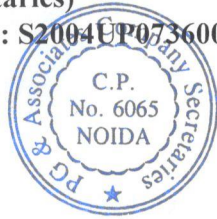
Thanking You

Yours Faithfully

**For M/s PG & Associates
(Company Secretaries)**

Unique Code No.: S2004UP073600


**Preeti Grover
(Proprietor)**



FCS-5862; C.P. No.-6065



Peer Review No.-772/2020

Place: New Delhi

Date: 24.07.2024

UDIN: F005862F000817189

Witnesses:

	WITNESS 1	WITNESS 2
Signature:		
Name:	Shweta Gupta	Parveen Gill
Father's name:	Late Mr. S.C Mittal	Mr. Barjinder Pal Singh
Address:	A2/17, Jeewan Jyoti Appartment, Shakurbasti, Saraswati Vihar, New Delhi - 110034	T09, 703, Nirala Estate, Greater Noida (West), U.P. - 201009
Occupation:	Self-employed	Company Secretary