

Annexure - E

TEJINDER GARG AND CO
Chartered Accountants



SCO 20, TRIBUNE ROAD, SECTOR 20-D,
CHANDIGARH 160020
Ph. 9872892770, 172-2716232
e-mail : tejinder104@yahoo.com

53

Report of Scrutinizer(s)

To,

Mr. Rakesh Khanna, Advocate

The Chairman,

NCLT Convened Meeting of the Unsecured Creditors of

Shriram Pistons & Rings Limited,

3rd Floor, Himalaya House,

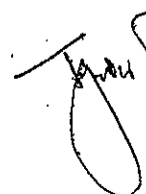
23 Kasturba Gandhi Marg, New Delhi-110001

Sub: Scrutinizer's Report on Voting through poll at the NCLT Convened Meeting of the Unsecured Creditors of **Shriram Pistons & Rings Limited** ("the Meeting") held on 21st November, 2018 at 2.00 P.M. at PHD Chamber of Commerce and Industry, PHD House, No. 4/2, Siri Institutional Area, August Kranti Marg, New Delhi, 110016.

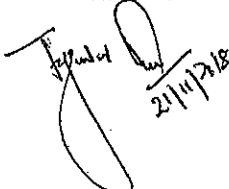
Dear Sir,

I, Tejinder Parkash, Practicing Chartered Accountant having office at SCO-20, Sector 20-D, Tribune Road, Chandigarh (U.T.) - 160020, appointed as Scrutinizer for the purpose of scrutinizing the polling done on the resolution as mentioned below, entailing the Scheme of Amalgamation ["Scheme"] of Shriram Automotive Products Limited ("SAPL") with Shriram Pistons & Rings Limited ("SPRL") under Sections 230 to 232 of the Companies Act, 2013 and their respective Unsecured Creditors at the Meeting, submit my report as under:

1. Voting facility through ballot/polling paper was provided to the unsecured creditors at the Meeting venue.


21/11/2018

2. As per information provided by the Company, a total of 1848 unsecured creditors of the transferee Company as on July 31, 2018 were entitled to vote on the resolution. The amount due to the unsecured creditors as on July 31, 2018 was Rs. 201,99,40,583/-
3. In terms of the directions contained in the Order dated 03.10.2018 passed by Hon'ble National Company Law Tribunal, Principal Bench at New Delhi (NCLT), the quorum for the Meeting was fixed as 250 Unsecured Creditors. Further, it was directed that if the aforesaid quorum for the Meeting is not present, then the Meeting shall be adjourned by 30 minutes and thereafter, the Unsecured Creditors, present and voting, shall be deemed to constitute the quorum.
4. The Chairperson commenced the Meeting at 02:00 P.M., however, due to the absence of the requisite quorum, the Meeting was adjourned by 30 minutes in terms of the above said Order and was thereafter, reconvened at 02:30 P.M.
5. At the said Tribunal convened adjourned meeting held at 02.30 P.M on the same date and venue, the Chairperson announced a Poll taking into the account the provisions of Law. After the Chairperson ordered the voting on poll, I had demonstrated the Ballot Box in the presence of voters, who unanimously confirmed that the Ballot Box was empty. I had locked the Ballot Box in the presence of the Unsecured Creditors, Authorised Representatives and Proxy-holders, who were present in the said meeting.
6. Original Ballot papers duly signed by the Chairman and Alternate Chairperson were handed over to the Unsecured Creditors or to the authorized representatives along with proxy holder(s) to cast their votes. Thereafter, the Chairman asked all Unsecured Creditors, Authorised Representative and proxy holder to cast their votes. The voting started at 02:30 P.M. The Unsecured Creditors, Authorised Representative and Proxy-holder then cast their votes one by one. Once the voting by all the Unsecured Creditors, Authorized representatives and Proxy-holder was completed, I had obtained permission of the Chairperson to un-lock the ballot box in the presence of following two witnesses:
 - (i) Mr. Chetan Chadha r/o 9/38A, Moti Nagar, New Delhi - 110015 and
 - (ii) Mr. Naresh Khorana r/o APT-C-304, Exotica East Square Ahinsa Khand - 2 Indrapuram, Ghazibad 201014.

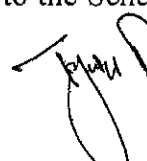

21/11/2018

55

7. I had checked and verified that ballot papers put in ballot box by the voters were only those which were signed and numbered by me. Thereafter, all the ballot papers were placed before the Chairperson and Alternate Chairperson and the same were scrutinized.
8. The following resolution to approve Scheme of Amalgamation of Shriram Automotive Products Ltd (Transferor Company) with Shriram Pistons & Rings Ltd. (Transferee Company) was put to vote:

“RESOLVED THAT pursuant to the provisions of Sections 230 - 232 and other applicable provisions of the Companies Act, 2013, the rules, circulars and notifications made thereunder (including any statutory modification or re-enactment thereof) as may be applicable, the Securities and Exchange Board of India Circular No. CFD/DIL3/CIR/2017/21 dated 10th March 2017, the Observation Letter dated 31st day of August 2018 issued by the National Stock Exchange of India Ltd. (NSE) and subject to the provisions of the Memorandum and Articles of Association of the Transferee Company and subject to the approval of Hon'ble National Company Law Tribunal, Principal Bench at New Delhi (“NCLT”) and subject to such other approval(s), permission(s) and sanction(s) of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by NCLT or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Transferee Company (hereinafter referred to as the “Board”), which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution), the arrangement embodied in the Scheme of Amalgamation between Shriram Automotive Products Limited (hereinafter referred as Transferor Company) with Shriram Pistons & Rings Limited (hereinafter referred as Transferee Company) and their respective Shareholders and Creditors (“Scheme”) placed before this meeting and initialed by the Chairperson of the meeting for the purpose of identification, be and is hereby approved.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the Scheme of Amalgamation and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the NCLT while sanctioning the Scheme of Amalgamation or by any of the authorities under law, as considered necessary in giving effect to the Scheme of Amalgamation, as the Board may deem fit and proper.”


21/11/2018

DETAIL OF VOTES POLLED IS AS UNDER:

Particulars	No. of Ballot Papers	Value of Votes (Unsecured Debt)
Total unsecured creditors who voted in person or through authorized representative or through proxy	204	96,68,92,404
Invalid Votes	20	6,31,05,498
Valid Votes	184	90,37,86,906
Votes in Favour	180	90,35,85,270
Votes in Favour as % of total valid votes cast	-	99.98
Votes Against	4	2,01,636
Votes Against as % of total valid votes cast	-	0.02

A list of Unsecured Creditors who voted "FOR", "AGAINST" and those whose votes were declared invalid for the aforesaid resolution is enclosed as Annexure -1.

9. Accordingly, the proposed resolution approving the Scheme has been approved at the said Meeting.
10. The poll papers and all other relevant records were sealed and handed over to the Chairperson of the Meeting along with this report.

Thanking you,

Yours truly,


(Tejinder Parkash)

Practicing Chartered Accountant

(M.No. 089388)

Email Id: tejinder104@yahoo.com

Place: New Delhi

Date: 21.11.2018

SHRIRAM PISTONS & RINGS LTD. REPORT OF UNSECURED CREDITORS POLLING AT THE VENUE

Annexure

57

S. No.	Name of Unsecured Creditors	Amount of Debt as on 31.07.2018 (Rs.)	Favour (Rs.)	Against (Rs.)	Invalid (Rs.)
1	RAKESH DUTT	265,061	265,061		
2	NISHTHA JAIN	201,500	201,500		
3	NIMMI KAKROO	4,400	4,400		
4	SANDEEP SINGH SURI	1,245,260	1,245,260		
5	SURESH CHAND	238,986	238,986		
6	S.P. SAKHUJA & SONS (HUF)	401,958	401,958		
7	SATYENDER SHARMA	42,034	42,034		
8	MUKESH KUMAR JAIN	788,299	788,299		
9	ANU EXTRUSIONS PVT.LTD	1,414,457	1,414,457		
10	CHETAN CHADHA	50,409		50,409	
11	KRISHAN LAL CHADHA	50,409		50,409	
12	HIMANSHU CHADHA	50,409		50,409	
13	RAVI KANT PAI	1,730,575	1,730,575		
14	ANITA PAI	1,355,276	1,355,276		
15	RAHUL PAI	263,611	263,611		
16	SADHNA COIL SPRING MFG.CO.	3,037,272	3,037,272		
17	ANJANA ARADHYE	1,411,357	1,411,357		
18	SWADHA ARADHYE	79,519	79,519		
19	MUGDHA ARADHYE	68,927	68,927		
20	SHRIRAM AUTOMOTIVE PRODUCTS LTD.	384,101	384,101		
21	SHRIRAM AUTOMOTIVE PRODUCTS LTD.	33,650,646	33,650,646		
22	SHILA	100,888	100,888		
23	SRISHTI KHURANA	573,779	573,779		
24	RENU KHURANA	567,586	567,586		
25	UTSAV KHURANA	1,214,538	1,214,538		
26	POORNIMA KHURANA	894,045	894,045		
27	NAVEEN MECHANICAL WORKS (P) LTD.	6,781,073	6,781,073		
28	FORTUNE MACHINES (P) LTD.	1,618,816	1,618,816		
29	SUNITA CHADHA	50,409		50,409	
30	STANDARD RING (P) LIMITED	3,195,489	3,195,489		
31	RIKEN SALES & TRADING (THAILAND)CO.	8,794,609	8,794,609		
32	SWATI JAIN	1,378,437	1,378,437		

[Signature]
21/11/2018

58

S. No.	Name of Unsecured Creditors	Amount of Debt as on 31.07.2018 (Rs.)	Favour (Rs.)	Against (Rs.)	Invalid (Rs.)
33	SAJAL JAIN	1,265,920	1,265,920		
34	MANISH JAIN	1,113,461	1,113,461		
35	SATYAWATI JAIN	1,454,556	1,454,556		
36	MUKUL JAIN	892,708	892,708		
37	ANJALI JAIN	1,116,560	1,116,560		
38	MUKESH KUMAR JAIN & SONS HUF	1,103,233	1,103,233		
39	AYUSH JAIN	474,114	474,114		
40	SUNIL KUMAR JAIN & SONS HUF	398,449	398,449		
41	SWALLOW TOOLS & DIES	1,909,001	1,909,001		
42	KAMAT PACKING COMPANY	1,196,352	1,196,352		
43	RIKEN OF AMERICA INC.	16,725,025	16,725,025		
44	UDIT NARAIN	2,015,776	2,015,776		
45	MANJU NARAIN	18,665,059	18,665,059		
46	SARIKA NARAIN	22,398,395	22,398,395		
47	Riken Sales & Trading (Thailand) Co.	13,100,939	13,100,939		
48	R. SRIRANGAM	2,867,341	2,867,341		
49	R. RAMASWAMY	302,401	302,401		
50	R. VIJAYALAKSHMY	284,790	284,790		
51	S.S.ENGINEERS	1,314,312	1,314,312		
52	ADVANTECH SOLUTIONS	4,467,901	4,467,901		
53	GAURVI KATYAL	96,221	96,221		
54	SUNNY KATYAL	46,127	46,127		
55	SAMARTH KATYAL	38,887	38,887		
56	GUNJAN KAUL	42,322	42,322		
57	SOMITRY MUKHERJEE	108,291	108,291		
58	ANUJA MUKHERJEE	1,073,378	1,073,378		
59	JAGDISH CHANDER SHARMA	329,292	329,292		
60	RAMESH BABU SHARMA	2,318,812	2,318,812		
61	RADHIKA SHARMA	303,261	303,261		
62	SHWETA SHARMA	821,073	821,073		
63	SHIVANSH	403,297	403,297		
64	VIKAS SHARMA	220,567	220,567		
65	VAANYA SHARMA	478,025	478,025		
66	VAIBHAV SHARMA	435,316	435,316		
67	KUNAL SHARMA	79,024	79,024		

[Signature]
21/11/2018

S. No.	Name of Unsecured Creditors	Amount of Debt as on 31.07.2018 (Rs.)	Favour (Rs.)	Against (Rs.)	Invalid (Rs.)
68	KANGANA SHARMA	291,473	291,473		
69	VARDHMAN SPECIAL STEELS LTD.	15,625,509	15,625,509		
70	RIKEN CORPORATION,	207,621,210	207,621,210		
71	PALLAVI SHARMA	274,651	274,651		
72	VIDYA WANTI	574,634	574,634		
73	ARVINDER SINGH CHAWLA	218,441	218,441		
74	ARVINDER KAUR CHAWLA	333,076	333,076		
75	ARSHDEEP CHAWLA	396,680	396,680		
76	DAVINDER KUMAR GUPTA	2,211,661	2,211,661		
77	DEEPIKA	730,985	730,985		
78	MADHU BALA	342,303	342,303		
79	TARUN GUPTA	472,484	472,484		
80	MEENU	751,785	751,785		
81	VISHAL GUPTA	532,572	532,572		
82	MANJU MANGLA	55,666	55,666		
83	SAWHNEY ENGINEERING CO.	2,530,265	2,530,265		
84	SUPER SPRINGS	2,424,794	2,424,794		
85	R.K.ENGINEERING & FABRICATOR	1,729,130	1,729,130		
86	MAHESH JAIN	7,472,089	7,472,089		
87	MEENU JAIN	262,085	262,085		
88	VIJAI TIWARI	1,404,379	1,404,379		
89	AJAY TIWARI	482,871	482,871		
90	APARNA TIWARI	903,956	903,956		
91	SHARDA TIWARI	1,721,214	1,721,214		
92	DHANESH TIWARI	703,989	703,989		
93	VIVEK TIWARI	588,110	588,110		
94	RAMA SHANKAR TIWARI	102,255	102,255		
95	TECHNO ENTERPRISES	3,779,081	3,779,081		
96	SINGH ENGINEERING WORKS	3,609,413	3,609,413		
97	KRISHNA PRECISION TOOLS	3,020,749	3,020,749		
98	KRISHNA ENGINEERING CO.	1,646,017	1,646,017		
99	SHRIRAM INDUSTRAL CO.	3,772,443	3,772,443		
100	SHIV RAM	317,343	317,343		
101	DHARAM RAJ MAURYA	344,060	344,060		
102	MAHABIR CHAND KUMAI	127,746	127,746		

[Signature]
21/11/2018

S. No.	Name of Unsecured Creditors	Amount of Debt as on 31.07.2018 (Rs.)	Favour (Rs.)	Against (Rs.)	Invalid (Rs.)
103	MANISHA KUMAI	107,806	107,806		
104	RAJENDER SINGH RAWAT	232,037	232,037		
105	RASHMI AHUJA	93,172	93,172		
106	RAMSON INDUSTRIES	1,322,154	1,322,154		
107	TELMAX ENGINEERS	2,724,453	2,724,453		
108	ARC MACHINES TOOLS PVT.LTD.	6,850,602	6,850,602		
109	PRIYANKA AGGARWAL	1,419,687	1,419,687		
110	TITHI AGGARWAL	143,464	143,464		
111	VANDANA AGARWAL	2,657,350	2,657,350		
112	VINITA GARG	519,828	519,828		
113	SONIA PANDHI	43,030,290	43,030,290		
114	NAVEEN KUMAR	641,517	641,517		
115	HARI PRASAD DAGA	470,398	470,398		
116	RAM NIWAS DAGA	1,469,686	1,469,686		
117	SULOCHANA SREEDHAR	118,975	118,975		
118	KALPANA RADHAKRISHNAN	521,919	521,919		
119	T V RADHAKRISHNAN	1,197,499	1,197,499		
120	MADAN LAL	46,160	46,160		
121	SEEMA KUMARI	324,628	324,628		
122	GURDEEP SINGH	101,734	101,734		
123	PRADEEP PAYAL	437,937	437,937		
124	KRISHAN MOHAN	512,689	512,689		
125	RIDHI MAGGO	1,311,968	1,311,968		
126	SARITA MAGGO	754,311	754,311		
127	HARSHIT MAHAJAN	201,543	201,543		
128	MUSKAN MAHAJAN	67,087	67,087		
129	GEETA MAHAJAN	363,280	363,280		
130	VIJAY KUMAR MAHAJAN	2,208,837	2,208,837		
131	VIJAY KUMAR MAHAJAN	201,608	201,608		
132	DIKSHA MAHAJAN	63,827	63,827		
133	MANSI MAHAJAN	91,265	91,265		
134	ANJALI MAHAJAN	56,469	56,469		
135	AMIT MAHAJAN	2,069,466	2,069,466		
136	STAR WIRE INDIA LTD	37,519,307	37,519,307		
137	MANOJ KHANNA	1,397,025	1,397,025		

[Signature]
21/11/18

61

S. No.	Name of Unsecured Creditors	Amount of Debt as on 31.07.2018 (Rs.)	Favour (Rs.)	Against (Rs.)	Invalid (Rs.)
138	SIMMI SHARMA	1,294,592	1,294,592		
139	SONIA KHANNA	926,783	926,783		
140	MADHU KHANNA	359,748	359,748		
141	RAGHAV KHANNA	235,376	235,376		
142	SHRIYA KHANNA	241,889	241,889		
143	R.N. KHANNA	143,725	143,725		
144	ATIN ARORA	47,639	47,639		
145	AMIT DIXIT	133,890	133,890		
146	SURBHEE GROVER	24,918,982	24,918,982		
147	PRAMILA GROVER	4,032,952	4,032,952		
148	VIJAY KUMAR GROVER	7,566,103	7,566,103		
149	GSA INDUSTRIES	10,399,121	10,399,121		
150	RAHUL MEHTA	1,149,670	1,149,670		
151	CITI Bank N.A.	250,920,068	250,920,068		
152	ADITYA YADAV	4,017,688	4,017,688		
153	SAMAI SINGH	3,222,685	3,222,685		
154	PARMILA YADAV	3,325,601	3,325,601		
155	SUNITA YADAV	2,362,205	2,362,205		
156	KUNAL ARORA	47,639	47,639		
157	VIJAY SINGH RANA	39,735	39,735		
158	ANITA RANA	249,290	249,290		
159	BALBIR SINGH RANA	274,306	274,306		
160	DEEPAK KUMAR KAPOOR	9,587,057	9,587,057		
161	SADHNA FOUNDRY & ENGINEERING	3,544,960	3,544,960		
162	AVON CONTAINNERS PVT. LIMITED	1,987,162	1,987,162		
163	SANJAY MAHESHWARI	589,171	589,171		
164	THAKUR DAS MALHOTRA	384,499	384,499		
165	ASHU MAHESHWARI	2,389,179	2,389,179		
166	UMESH B. MATHUR	1,414,855	1,414,855		
167	MRIDULA MATHUR	108,951	108,951		
168	JAGDISH CHAND BANSAL	97,836	97,836		
169	SARU AIKOH CHEMICALS LTD	6,560,800	6,560,800		
170	ROSIN INTERNATIONAL	194,983	194,983		
171	R.R. INDUSTRIES	1,478,881	1,478,881		
172	PUSHPA MATHUR	231,097	231,097		

[Handwritten Signature]
21/1/2018

S. No.	Name of Unsecured Creditors	Amount of Debt as on 31.07.2018 (Rs.)	Favour (Rs.)	Against (Rs.)	Invalid (Rs.)
173	SULOCHANA RATRA	571,568	571,568		
174	PAVITRI	112,033	112,033		
175	MANOJ KUMAR KAUSHIK	326,689	326,689		
176	MANGE RAM SHARMA	131,894	131,894		
177	RAJ BALA	2,017,350	2,017,350		
178	INDU SHARMA	68,228	68,228		
179	SONAL GARG	849,119	849,119		
180	TAPISH GARG	52,369	52,369		
181	SHASHI PRABHA	1,115,117	1,115,117		
182	SHREYA GUPTA	322,654	322,654		
183	TECHNOMECH INDIA	3,073,054	3,073,054		
184	PANKAJ SINGH	278,297	278,297		
185	SAKAR INDUSTRIES PRIVATE LIMITED	19,950,729			19,950,729
186	CHITRIKA SHARMA	45,477			45,477
187	REKHA SHARMA	45,500			45,500
188	ROHAN SINGHAL	40,699			40,699
189	PREETI KAUSHIK	53,918			53,918
190	ANCHAL GUPTA	44,041			44,041
191	GAURI SINGHAL	44,652			44,652
192	ATHARV KAUSHIK	53,918			53,918
193	HARSHITA BANSAL	44,652			44,652
194	NITIKA SHARMA	96,051			96,051
195	JOGINDER SINGH SURI	97,467			97,467
196	INDERJEET KAUR SURI	77,975			77,975
197	ARVIND SURI	328,609			328,609
198	CITI PRINTERS	7,349,066			7,349,066
199	BHUPINDER ENTERPRISES	1,607,137			1,607,137
200	HARI OM UDYOG	2,342,472			2,342,472
201	LINEAR PACKAGING INDUSTRIES	4,368,194			4,368,194
202	METAL TRADERS INDIA PVT. LTD.	13,028,380			13,028,380
203	ANIL GADI	13,436,116			13,436,116
204	VARUN MALIK	50,445			50,445
TOTAL		966,892,404	903,585,270	201,636	63,105,498
% OF VALID VOTES CAST i.e. Rs.90,37,86,906/-		100	99.98	0.02	

[Handwritten Signature]
21/11/18