

APM INDUSTRIES LIMITED

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CIN No. L21015RJ1973PLC015819

Website: www.apmindustries.co.in

APMIL/ 245

April 01, 2019

BSE Limited

25th Floor,

Phiroze Jeejeebhoy Towers

Dalal Street

Fort, Mumbai - 400001

Dear Sir,

Ref: **Stock Code 523537**

Sub: **Submission of Consolidated report of scrutinizer for Postal ballot in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Kindly note that all the resolutions as per postal Ballot Notice dated 26.02.2019 have been passed by requisite majority. A copy of the Consolidated Scrutinizer report on e-voting and postal ballots is enclosed.

This is for your information and record please

Yours faithfully,

For **APM INDUSTRIES LIMITED**



R - 24

R K RAJGARHIA
CHAIRMAN

Encl. as above

SCRUTINIZER REPORT

(Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force))

To,

**The Chairman,
APM INDUSTRIES LIMITED
(CIN: L21015RJ1973PLC015819)
SP-147, RIICO INDUSTRIAL AREA,
BHIWADI RJ 301019 IN**

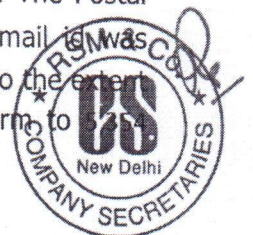
Subject : Passing of resolutions through Electronic Voting / Postal Ballot pursuant to section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Consolidated Report on e-Voting and Postal Ballots received manually.

Dear Sir,

1. I have been appointed as-a Scrutinizer for the e-voting process and postal ballots received manually as mentioned under Rule 20(4) (ix) of the Companies (Management and Administration) Amendment Rules, 2015 and Rule 22(5) of the Companies (Management and Administration) Rules, 2014 ("the Rules") pursuant to the resolution passed by the Board of Directors ("The Board") of APM Industries Limited ("The Company") at their meeting held on 26/02/2019 .
2. The Company engaged National Depository Services Limited ("NSDL") as the Service Provider for extending the facility of electronic voting to the shareholders of the Company. The Service Provider provided a system for recording the votes of the shareholders electronically on all the two items mentioned in the notice dated 26th February, 2019 sought to be transacted through postal ballot. The Company had uploaded all the items of the business to be transacted on the website of the Company and also its Service Provider to facilitate their shareholders to cast their votes through e-voting.
3. As on the cut-off date there were 9,478 Shareholders of the Company. The Postal Ballot Notice was sent through email to 4,124 Shareholders whose email id was made available by the depository and for those holding in physical form to the extent it was available with the RTA. The Notice was sent in the physical form to 5,354 shareholders.

[Handwritten Signature]



4. The Postal Ballot Notices sent both through email and physical form contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015.
5. The cut-off date (Record date) for the purposes of identifying the Shareholders who will be entitled to vote on the resolutions placed for the approval of the shareholders was 22.02.2019. The e-voting facility was kept open from 1st March, 2019 (9.00 a.m.) to 30th March, 2019 (5.00 p.m.).
6. Pursuant to Rule 20(4)(v) of Companies (Management and Administration) Amendment Rules, 2015, the Company also released an advertisement, which was published on 01.03.2019 in Business Standard, English Newspaper and in Seema Sandesh, Hindi Newspaper. The notice published in the newspaper carried the required information as specified in the Rule 20(4)(v) (a) to (h).
7. At the end of the voting period on March 30, 2019 at 6.30 P.M. the voting portal of the service provider was blocked forthwith. On March 30, 2019 the votes cast through e-voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms. Suman Pandey and Ms. Sarita Singh who acted as the witnesses, as prescribed in sub rule 4 (xi) of said Rule 20 of Companies (Management and Administration) Amendment Rules, 2015.
8. All the postal ballot forms received up to the close of working hours on 30.03.2019, the last date and time fixed by the company for receipt of the forms were considered for my scrutiny.
9. Particulars of all Votes cast by electronic mode have been entered in the register separately maintained for the purpose in electronic mode.

Responsibility of the Management

The Management of the company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to postal ballot voting including voting by electronic means for the resolutions stated in the Postal Ballot Notice dated 26th February, 2019.

Responsibility as a Scrutinizer

My responsibility as a scrutinizer for the e-voting process and for the postal ballot forms (in lieu of e-voting), is restricted to make a Scrutinizer Report of the votes cast "in favour" and "against" the resolutions set out in the Postal Ballot Notice base on the reports generated from the e-voting system provide by National Securities Depository Limited ("NSDL"), the authorised agency engaged by the Company for providing e-voting facilities and of the Postal Ballot Forms received till the time fixed for closing of the voting process.



As a scrutinizer the report of the e-voting carried by the shareholders was duly complied. Consolidated report of the e- voting together with that of the postal ballot forms received manually is as under:-

Resolution No -1			
SPECIAL RESOLUTION FOR CONTINUANCE OF DIRECTORSHIP OF SHRI KHUSHI RAM GUPTA (DIN: 00027295) AS AN INDEPENDENT NON- EXECUTIVE DIRECTOR OF THE COMPANY			
Particulars	No. of Members who cast theZir votes	No. of Equity Shares of the Nominal Value of Rs. 2/- each. (No.of Votes)	% of Valid Votes Received
Total Votes received by electronic mode	43	13771106	100.00
Total Votes received through physical ballot mode	2	375	0.00
Total Number of Invalid Votes	2	375	0.00
Total Number of Valid Votes	43	13771106	100
Total Number of Votes against the resolution	3	4833	0.04
Total Number of Votes in favour of Resolution	40	13766273	99.96

Resolution No – 2			
SPECIAL RESOLUTION FOR CONTINUANCE OF DIRECTORSHIP OF SHRI RAM RATAN BAGRI (DIN: 00275313) AS AN INDEPENDENT NON- EXECUTIVE DIRECTOR OF THE COMPANY			
Particulars	No. of Members who cast their votes	No. of Equity Shares of the Nominal Value of Rs. 2/- each. (No.of Votes)	% of Valid Votes Received
Total Votes received by electronic mode	43	13771106	100.00
Total Votes received through physical ballot mode	2	375	0.00
Total Number of Invalid Votes	2	375	0.00
Total Number of Valid Votes	43	13771106	100
Total Number of Votes against the resolution	3	4833	0.04
Total Number of Votes in favour of Resolution	40	13766273	99.96



All the resolutions stand passed based on combined results (Remote e-voting and Postal Ballot) with the requisite majority.

I hereby confirm that I am maintaining the registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-voting and Postal ballots received from the shareholders of the Company. I have completed the formalities of e-voting and postal ballot. You may declare the results accordingly. I have handed over all the relevant records to the Company Secretary of the Company for safe keeping.

Thanking you
Yours Sincerely



CS RAVI SHARMA (PARTNER)
RSM & CO.
PRACTISING COMPANY SECRETARIES
SCRUTINIZER
C. P. NO. 3666

Date : 01.04.2019

Place : Delhi

For **APM INDUSTRIES LTD.**

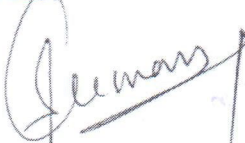



R. K. RAJGARHIA

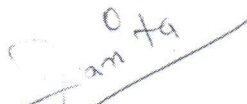
Chairman

Signed by Shri
Chairman/Authorised Representative of Chairman

Witness:



Name: CS Suman Pandey
Address: D-63, JFF Complex,
Jhandewalan, New Delhi 110055



Name: CS Sarita Singh
Address: D-63, JFF Complex,
Jhandewalan, New Delhi 110055