



# D.K. Dubey & Associates

Company Secretaries

C-3/24, Ground Floor, Gali No.26, BACK SIDE, Vashisht Park, Near Astha Clinic,

Opposite Janak Cinema Hall, New Delhi - 110 046,

Contact No.: 011-28525115, 09810085115, 09818335115 09650845885, 09910332966

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Ref.

Form No.MGT-13

Dated 16/11/2016

Dated .....

(Pursuant to Rule Section 109 of the Companies Act, 2013 and rule 21(2) of Companies (Management and Administration) Rules, 2014.

**The Chairman**

45<sup>th</sup> Annual General Meeting of Equity Shareholders of Clutch Auto Limited held on Monday 14<sup>th</sup> November, 2016 at 10.00 A.M. at Saini Dharamshala, S-3/125, Saini Vihar, Phirni Road, Swaran Park, Mundka, Near Metro Pillar No.497, New Delhi -110041

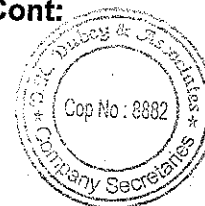
Dear Sir,

I CS D K Dubey (D K Dubey & Associates) appointed as scrutinizer for purpose of the poll taken on below mentioned resolutions at the 45<sup>th</sup> Annual General Meeting of the Equity Shareholders of Clutch Auto Limited (the Company) held on Monday November 14, 2016 at 10 A.M. at Saini Dharamshala, S-3/125, Saini Vihar, Phirni Road, Swaran Park, Mundka, Near Metro Pillar No.497, New Delhi -110041 submit my report as under:

1. After the time fixed for closing of the poll by the chairman, on ballot box kept for polling were locked in my presence with identification Mark placed by me.
2. The locked ballot box was diligently scrutinized. The Poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorization proxies lodged with company.
3. The Poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid kept separately.
4. The result of the poll is as under.

(A) As an ordinary resolution – Item No.1 passed with the requisite majority.  
Consideration and adoption of Annual Accounts as on March 31, 2016 and the reports of Directors and Auditors thereon.

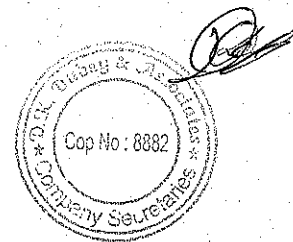
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Consideration and adoption of the Annual Audited Accounts of the Company as on 31 <sup>st</sup> March, 2016 and Reports of the Directors and Auditors thereon.	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	90	9657801	99.99
(ii) Voted against the resolution	1	150	0.01
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	No. of votes cast by them	
	6	2410	

(B) As an ordinary resolution – item No.2 passed with requisite majority  
Re-appointment of Statutory Auditors M/s S C Garg & Associates (Ordinary Resolution)

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	90	9657801	99.94
(ii) Voted against the resolution	1	150	0.01
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	No. of votes cast by them	
	6	2410	

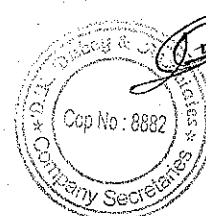


(C) As an ordinary resolution – Item No.3 passed with requisite majority  
 Re-appointment of Mr. Gian Chand Narang, as Independent Director for a period of 2 years w.e.f. 1.10.2016 to 30.09.2018 (Ordinary Resolution)

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	90	9657801	99.99
(ii) Voted against the resolution	1	150	0.01
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	No. of votes cast by them	
	6	2410	

(D) As an ordinary resolution – Item No.4 passed with requisite majority  
 Re-appointment of Mr. Suraj Mohan Khorana, as Independent Director for a period of 2 years w.e.f. 1.10.2016 to 30.09.2018 (Ordinary Resolution)


	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	90	9657801	99.99
(ii) Voted against the resolution	1	150	0.01
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	No. of votes cast by them	
	6	2410	



(E) As Special Resolution – Item No.5 passed with requisite majority as Special Resolution  
Approval of related party transaction with Macas Automotive

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i)Voted in favour of the resolution	90	9657801	99.99
(ii) Voted against the resolution	1	150	0.01
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	No. of votes cast by them	
	6	2410	

Yours faithfully,  
For D K Dubey & Associates

  
D K Dubey  
Proprietor  
CP No.8882

