



D.K. Dubey & Associates

Company Secretaries

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Ref.

Dated 30/9/2014

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of Companies (Management and Administration) Rules, 2014]

To

The Chairman,

43rd Annual General Meeting of Equity Shareholders of Clutch Auto Limited held on Tuesday, 30th September, 2014 at 10.00 A.M. at 143, Swaran Park, Mundka, New Delhi - 110041

Dear Sir,

I, CS D K Dubey, (D K Dubey & Associates) appointed as Scrutinizer(s) for purpose of the poll taken on the below mentioned resolution(s), at the 43rd Annual General Meeting of the Equity Shareholders of Clutch Auto Limited (the Company), held on Tuesday September 30, 2014 at 10.00 A.M. at 143, Swaran Park, Mundaka, 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 due identification marks 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 the Company.
3. The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and 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 the Annual Accounts as on March 31, 2014 and the reports of 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	36	9583308	99.998%
(ii) Voted against the resolution	NiL		
(iii) Invalid votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	1	150	

(B) As an Ordinary Resolution – Item No.2, Passed with the requisite majority

Appointment of Ms. Pooja Kapur, Director of the Company

	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	36	9583308	99.998%
(ii) Voted against the resolution	NiL		
(iii) Invalid votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	1	150	

C. As an Ordinary Resolution – Item No.3, passed with the requisite majority

Appointment of M/s. S C Garg & Associates, Chartered Accountants, as the Statutory Auditors of the Company

	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	36	9583308	99.998%
(ii) Voted against the resolution	NiL		



(iii) Invalid votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
	1	150

D. As an Ordinary Resolution – Item No.4 Passed with the requisite majority

Appointment of Sh. K K Taneja as an Independent Director of the Company

	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	36	9583308	99.998%
(ii) Voted against the resolution	NiL		
(iii) Invalid votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	1	150	

E. As an Ordinary Resolution – Item No.5. Passed with the requisite majority

Appointment of Sh. Suraj Mohan Khorana as an Independent Director of the Company

	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	36	9583308	99.998%
(ii) Voted against the resolution	NiL		
(iii) Invalid votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	1	150	



F. As an Ordinary Resolution – Item No.6. Passed with the requisite majority

Appointment of Sh. D N Chaturvedi as an Independent Director of the Company

	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	36	9583308	99.998%
(ii) Voted against the resolution	NIL		
(iii) Invalid votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	1	150	

G. As an Ordinary Resolution – Item No.7. Passed with the requisite majority

Appointment of Sh. G C Narang as an Independent Director of the Company

	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	36	9583308	99.998%
(ii) Voted against the resolution	NIL		
(iii) Invalid votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	1	150	



H. As a Special Resolution – Item No.8. Passed with the requisite majority

Appointment of Sh. Vijay Krishan Mehta as Managing Director of the Company

	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	36	9583247	99.9993
(ii) Voted against the resolution	1	61	0.0007
(iii) Invalid votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	1	150	

Yours faithfully,

For D K Dubey & Associates


D K Dubey
Proprietor
CP No. 8882

