

A.K.GOYAL
Company Secretary

"COCUSAN CHAMBERS"
D-62 Laxmi Nagar, Vikas Marg,
DELHI-110092
Ph. 22044974, 9810483669

The Chairman
Sterling Tools Limited
K-40, Connaught Circus
New Delhi-110 001.

Dear Sir,

Pursuant to section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the company sought consent of its members for passing resolutions, as stated in the Postal Ballot Notice dated 30-05-2014, by means of voting by postal ballot (including voting through electronic means).

I, A.K.Goyal, Practicing Company Secretary (PCS), appointed as scrutinizer of **Sterling Tools Limited** (the company) with respect to the captioned subject hereby submit my report as under:

Special Business

**Resolution-1 : Special Resolution
Power To Borrow Money**

Particulars	Number of Members casted valid votes			Number of valid votes casted			Total (%)
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	21	38	59	48,27,229	24768	4851997	99.999
Dissent	01	01	02	01	-	01	0.001
Not Voted	-	01	01	-	200	200	-
Invalid	-	-	-	-	-	-	-
Total	22	40	62	4827230	24968	4852198	100.00

Based on the above, the Resolution has been passed with requisite majority



Resolution-2 : Special Resolution


Creation of Charges on the movable and immovable properties of the Company , both present and future, in respect of borrowings

Particulars	Number of Members casted valid votes			Number of valid votes casted			Total (%)
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	21	38	59	48,27,229	24758	4851987	99.999
Dissent	01	01	02	01	10	11	0.001
Not Voted	-	01	01	-	200	200	-
Invalid	-	-	-	-	-	-	-
Total	22	40	62	4827230	24968	4852198	100.00

Based on the above, the Resolution has been passed with requisite majority.

You may accordingly declare the result of the Postal Ballot, including voting by electronic means.

Thanking You.



(A.K. Goyal)

Company Secretary in Practice

FCS-1565/CP-7461

Place : New Delhi

Date : 12-09-2014