

A.K.GOYAL
Company Secretary

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

Consolidated Report

The Chairman,
Sterling Tools Limited,
Office No. 243 C-10, Regus Elegance
2F Elegance, Old Mathura Road
Jasola District Centre
New Delhi-110025

Dear Sir,

Result of voting through electronic means conducted pursuant to the provisions of the section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014, and Poll conducted pursuant to section 110 of the Companies Act, 2013 read with the Rule 21 of the Companies (Management and Administration) Rules, 2014 for the Annual General Meeting of the Company held on 27th September, 2019 at 10.00 A.M. at The Little Theatre Group (LTG) Auditorium, Copernicus Marg, New Delhi-110001

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

Ordinary Business

Resolution- 1: Ordinary Resolution

Adoption of Accounts for the financial year ended March 31, 2019:

Particulars	Number of Members casted valid votes			Number of valid votes casted (Share)			Total	(%)
	E-voting	Poll	Total	E-voting	Poll	Total		
Assent	22	61	83	26,513,818	9,865	26,523,683	99.99	
Dissent	0	6	6	0	12	12	0.01	
Invalid	0	3	3	0	3	0	0	
Total	22	70	92	26,513,818	9,880	26,523,695	100.00	

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



Ordinary Business

Resolution- 2: Ordinary Resolution

Ratification of payment of Interim Dividend:

Particulars	Number of Members casted valid votes			Number of valid votes casted (Share)			(%)
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	22	61	83	26,513,818	9,865	26,523,683	99.99
Dissent	0	6	6	0	12	12	0.01
Invalid	0	3	3	0	3	0	0
Total	22	70	92	26,513,818	9,880	26,523,695	100.00

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

Ordinary Business

Resolution- 3: Ordinary Resolution

Reappointment of Retiring Director: Shri Anil Aggarwal DIN (00027214)

Particulars	Number of Members casted valid votes			Number of valid votes casted (Share)			(%)
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	20	61	81	18,403,235	9,865	18,413,100	99.99
Dissent	0	6	6	0	12	12	0.01
Invalid	0	3	3	0	3	0	0
Total	20	70	90	18,403,235	9,880	18,413,112	100.00

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

Special Business

Resolution- 4: Ordinary Resolution

To ratify the remuneration of the Cost Auditors for the Financial Year 2019-2020:

Particulars	Number of Members casted valid votes			Number of valid votes casted (Share)			(%)
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	22	61	83	26,513,818	9,865	26,523,683	99.99
Dissent	0	6	6	0	12	12	0.01
Invalid	0	3	3	0	3	0	0
Total	22	70	92	26,513,818	9,880	26,523,695	100.00

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



Special Business**Resolution- 5: Ordinary Resolution**

Appointment and Regularization of appointment of Shri Rahoul Kabir Bhandari (DIN No. 00019495) as an Independent Director of the Company

Particulars	Number of Members casted valid votes			Number of valid votes casted (Share)			Total (%)
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	22	61	83	26,513,818	9,865	26,523,683	99.99
Dissent	0	6	6	0	12	12	0.01
Invalid	0	3	3	0	3	0	0
Total	22	70	92	26,513,818	9,880	26,523,695	100.00

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

Special Business**Resolution- 6: Ordinary Resolution**

Regularization of Shri Jaideep Wadhwa (DIN No. 00410019) as Director of the company

Particulars	Number of Members casted valid votes			Number of valid votes casted (Share)			Total (%)
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	20	61	81	26,499,901	9,865	26,509,766	99.99
Dissent	0	6	6	0	12	12	0.01
Invalid	0	3	3	0	3	0	0
Total	20	70	90	26,499,901	9,880	26,509,778	100.00

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

Special Business**Resolution- 7: Special Resolution**

Approval of remuneration payable to Shri Jaideep Wadhwa (DIN No. 00410019), Non-Executive Non-Independent Director, during the Financial Year ending March 31, 2020 which is expected to exceed 50% of the total annual remuneration payable to all Non-Executive Directors for the said year

Particulars	Number of Members casted valid votes			Number of valid votes casted (Share)			Total (%)
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	20	61	81	26,499,901	9,865	26,509,766	99.99
Dissent	0	6	6	0	12	12	0.01
Invalid	0	3	3	0	3	0	0
Total	20	70	90	26,499,901	9,880	26,509,778	100.00

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



Special Business

Resolution- 8: Ordinary Resolution

Regularization of Shri Akhill Aggarwal (DIN No. 01681666) as director of the company

Particulars	Number of Members casted valid votes			Number of valid votes casted (Share)			
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	21	61	82	25,853,818	9,865	25,863,683	99.99
Dissent	0	6	6	0	12	12	0.01
Invalid	0	3	3	0	3	0	0
Total	21	70	91	25,853,818	9,880	25,863,695	100.00

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

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

Thanking You.



(A.K. Goyal)

Company Secretary in Practice

FCS-1565/CP-7461

Place: New Delhi

Date: 28.09.2019