

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,
K-40, Connaught Circus
New Delhi-110001

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 5th November, 2016 by means of voting by postal ballot including voting through electronic means.

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:

Special Business

Resolution- 1: Ordinary Resolution

Sub: Sub-division of 1 (one) Equity Share of face value of Rs. 10/- each into 5 (Five) Equity Shares of Rs. 2/- each.

Particulars	Number of Members casted votes			Number of votes casted (Share)			Total (%)
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	60	11	71	4812191	2451	4814642	99.970
Dissent	5	-	5	1495	-	1495	0.029
Invalid	-	1	1	-	50	50	0.001
Total	65	12	77	4813686	2501	4816187	100.00

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

Special Business

Resolution 2: Special Resolution

Sub: Alteration of Capital Clause of Memorandum of Association

Particulars	Number of Members casted votes			Number of votes casted (Share)			Total (%)
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	58	11	69	4812189	2451	4814640	99.970
Dissent	6	-	6	1496	-	1496	0.029
Invalid	-	1	1	-	50	50	0.001
Total	64	12	76	4813685	2501	4816186	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: 20.12.2016