



A.G.G. & Associates

Company Secretaries

(Peer Reviewed Certified CS Firm)

21/16, 2nd Floor, West Patel Nagar, New Delhi-110008.

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CONSOLIDATED REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions]

To

The Chairman of Annual General Meeting
of **AMD Industries Limited**

18, Pusa Road, First Floor,

Karol Bagh, New Delhi-110005

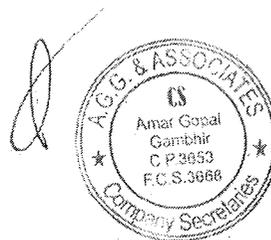
Held on 26th October, 2020 at 11:00 a.m.

Through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)

Dear Sir

1. I, Amar Gopal Gambhir, Practicing Company Secretary (Membership No.:3668, C.P. No.: 3653), proprietor of A.G.G. & Associates, Company Secretaries having office at 21/16, 2nd Floor, West Patel Nagar, New Delhi-110008 was Appointed by the Board of Directors of AMD Industries Limited ("Company") as a Scrutinizer for the purpose of Scrutinizing the remote e-voting and e-voting at the time of Annual General Meeting and for ascertaining the majority on voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the below mentioned resolutions, considered in connection with the 37th Annual General Meeting held on 26th October, 2020 at 11:00 a.m. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) as per the framework issued by the Ministry of Corporate Affairs (MCA) vide General Circular No. 20/2020 dated 5th May, 2020 read with General Circular No.14/2020 dated 8th April, 2020, & also the General Circular No.17/2020 dated 13th April, 2020 and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by the Securities & Exchange Board of India (SEBI) (hereinafter collectively referred as "Circulars") dated 12th May,2020.

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For AMD Industries Ltd.

Ashok Gupta
Chairman

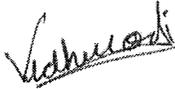
2. The Management of the Company is responsible to ensure the Compliances with the requirements of provisions of the Companies Act, 2013, Circulars and Rules relating to voting on the resolutions contained in the Notice to the 37th Annual General Meeting of the Member's of the Company.

My responsibility as a Scrutinizer for the voting process is restricted to make Scrutinizer's Report of the votes casted "in Favour" or "Against" the resolutions stated below, based on the scrutiny of the reports generated from e-voting (for both remote e-voting and e-voting during the AGM) system provided by National Securities Depository Limited ("NSDL"), the authorised Agency to provide e-voting facilities, appointed by the Company.

3. Further to the above, I submit my consolidated report as under:

A. For Remote E-voting:

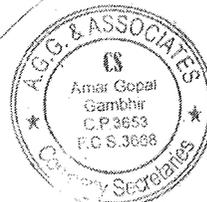
- I. The remote e-voting period remained open from Friday, 23rd October, 2020 (9:00 a.m.) to Sunday, 25th October, 2020 (5.00 p.m.).
- II. The Members of the Company as on "cut off" date i.e. 20th October, 2020 were entitled to vote on the resolutions stated in the Notice of the 37th Annual General Meeting.
- III. The e-voting facility was provided at the AGM to those members who attended the meeting through VC/OAVM but had not voted through remote e-voting facility.
- IV. After the conclusion of AGM, the votes cast through remote e-voting were unblocked in the presence of two witnesses, whose names are mentioned below, who are not in the employment of the Company and electronic ballots were diligently scrutinized by me.

S. No.	Name & Address of Witness	Signature of Witness
1.	Vidhi Modi 2679, Shadipur Main Bazaar, Opp. West Patel Nagar, New Delhi-110008	
2.	Ruby H, No. 189/1, Street No. 5, Nehru Nagar, Near Baljeet Nagar , New Delhi-110008	

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For AMD Industries Ltd.


Ashok Gupta
Chairman

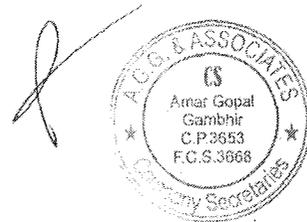


- V. Thereafter, the details of members, who have voted "FOR" or "AGAINST" each of the resolutions permitted for remote e-voting, were prepared based on the report generated from the website of NSDL.

B. For E-voting during the AGM:

- I. The E-voting was conducted together on all the item nos. 1 to 4 on the agenda during the Annual General meeting.
- II. The e-voting during the AGM was conducted to enable the members of the Company who have attended the AGM through VC/OA VM and had not casted their vote through Remote E-voting facility.
- III. After ensuring that all the members who desire to cast their vote through e-voting at the AGM have exercised their right to vote and after seeking permission from the respective Chairperson of the 37th Annual General Meeting, e-voting at the AGM was closed/blocked.
- IV. The votes casted during the AGM were subsequently unblocked by me after the conclusion of AGM and electronic ballots were diligently scrutinized. The electronic ballots were reconciled with the records maintained by the Company/ Registrar and Transfer Agent of the Company and the authorization received/available with the Company.
- V. Thereafter, the details of members, who have voted "FOR" or "AGAINST" each of the resolutions permitted for e-voting during the AGM, were prepared based on report generated from the website of NSDL.
4. Based on such scrutiny of the Remote E-voting & E-voting during the AGM, the result of the voting is as under:

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For AMD Industries Ltd.

**Ashok Gupta
Chairman**

a) **Resolution No.1:**

Ordinary Resolution for adoption of Audited Financial Statements for the financial year ended on 31ST March, 2020 and the reports of the Board and Auditor's thereon

i. Voted **in favour** of the resolution:

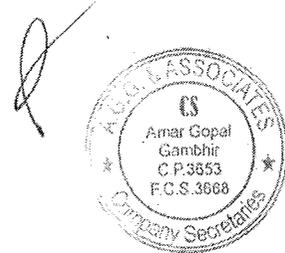
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	86	13205770	99.99
E-voting (During AGM)	12	93	0.00
TOTAL	98	13205863	99.99

ii. Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	1	1	0.00
E-voting (During AGM)	7	205	0.01
TOTAL	8	206	0.01

iii. **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	NIL	NIL	NIL
E-voting (During AGM)	NIL	NIL	NIL
TOTAL	NIL	NIL	NIL



For AMD Industries Ltd.

Ashok Gupta
Chairman

b) **Resolution No.2:**

Ordinary Resolution for Appointment of Mr. Ashok Gupta (DIN: 00031630) who retires by rotation, and being eligible, offers himself for re-appointment.

i. Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	86	13205770	99.99
E-voting (During AGM)	12	93	0.00
TOTAL	98	13205863	99.99

ii. Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	1	1	0.00
E-voting (During AGM)	7	205	0.01
TOTAL	8	206	0.01

iii. **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	NIL	NIL	NIL
E-voting (During AGM)	NIL	NIL	NIL
TOTAL	NIL	NIL	NIL



For AMD Industries Ltd.


Ashok Gupta
Chairman

c) **Resolution No.3:**

Special Resolution for Appointment of Mr. Tilak Raj (DIN: 08824847) as an Independent Director of the Company for a term of 5 Years w.e.f. 07.08.2020

i. Voted **in favour** of the resolution:

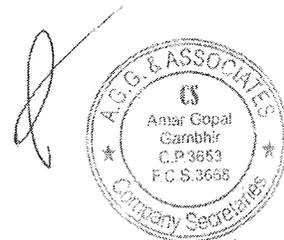
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	86	13205770	99.99
E-voting (During AGM)	12	93	0.00
TOTAL	98	13205863	99.99

ii. Voted **against** the resolution:

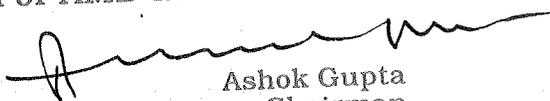
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	1	1	0.00
E-voting (During AGM)	7	205	0.01
TOTAL	8	206	0.01

iii. **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	NIL	NIL	NIL
E-voting (During AGM)	NIL	NIL	NIL
TOTAL	NIL	NIL	NIL



For AMD Industries Ltd.


Ashok Gupta
Chairman

d) **Resolution No.4:**

Special Resolution for Appointment of Mr. Subhash Chander Dua
(DIN: 08839210) as a Non-Executive Director of the Company

i. Voted **in favour** of the resolution:

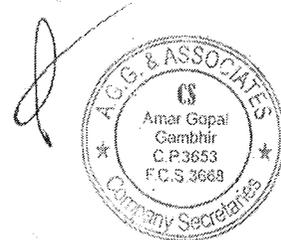
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	86	13205770	99.99
E-voting (During AGM)	12	93	0.00
TOTAL	98	13205863	99.99

ii. Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	1	1	0.00
E-voting (During AGM)	7	205	0.01
TOTAL	8	206	0.01

iii. **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	NIL	NIL	NIL
E-voting (During AGM)	NIL	NIL	NIL
TOTAL	NIL	NIL	NIL



For AMD Industries Ltd.


Ashok Gupta
Chairman

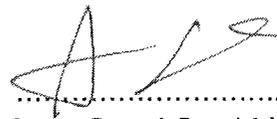
A Excel Sheets and other supportive documents containing list of equity shareholders who voted "For", "Against" and those votes which were declared "Invalid" for each resolution and also resolutions received from corporate shareholders etc. will be brought to the notice of the Company through mail for safe keeping by them.

All other relevant records will also be forwarded by me to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

**For A.G.G. & ASSOCIATES
Company Secretaries**



Amar Gopal Gambhir
(Practicing Company Secretary)

Scrutinizer

C.P No.: 3653

M. No.: 3668

Add: 21/16, 2nd Floor, West Patel Nagar,
New Delhi-110008

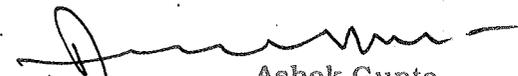
Email Id: aggandassociates@gmail.com

MoB No.: 9811386480

Date: 27/10/2020



For AMD Industries Ltd.



Ashok Gupta
Chairman