

AMD INDUSTRIES LIMITED	
Date of the AGM/EGM (The resolution was through Postal Ballot voting including E-voting)	4/10/2016 (Date of declaration Postal Ballot voting including E-Voting results)
Total number of shareholders on record date	10479
No. of shareholders present in the meeting either in person or through proxy: Promoters and promoter Group: Public:	Not APPLICABLE
No. of shareholders attended the meeting through Video Conferencing: Promoters and promoter Group: Public:	Not APPLICABLE
Resolution/Agenda wise details of voting (including votes cast by physical ballots and evoting process) are as under:	
Resolution 1 :Approving borrowing limits upto Rs. 500 crores in terms of Sections 180 (1) (c) and 180 (2) of the Companies Act, 2013	
Resolution required :(Ordinary / Special)	Special Resolution
Whether promoter/promoter group are interested in the	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	12795913	12795913	100.00	12795913	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	12795913	12795913	100.00	12795913	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	6370836	5251	0.08	0	51	99.03	0.9712
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	6370836	263	0.00	263	0	100.000	0.00
	TOTAL	6370836	5514	0.09	5463	51	99.08	0.92
TOTAL		19166749	12801427	66.79	12801376	51	100.00	0.0004

Resolution 2 :Creating a mortgage and/or charge in respect of all or any of the Company's movable/immovale properties, in terms of Section 180 (1) (a) of Companies Act, 2013

Resolution required :(Ordinary / Special)	Special Resolution
Whether promoter/promoter group are interested in the	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	12795913	12795913	100.00	12795913	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	12795913	12795913	100.00	12795913	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	6370836	5251	0.08	0	51	99.03	0.9712
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	6370836	263	0.00	263	0	100.000	0.00
	TOTAL	6370836	5514	0.09	5463	51	99.08	0.92
TOTAL		19166749	12801427	66.79	12801376	51	100.00	0.0004



SCRUTINIZER'S REPORT

To,
THE CHAIRMAN
AMD INDUSTRIES LIMITED
18, PUSA ROAD, 1ST FLOOR,
KAROL BAGH,
NEW DELHI-110005

Dear Sirs,

Subject: Consolidated Scrutinizer's Report on Postal Ballot and e-voting conducted in pursuant to the provisions of section 110 of the Companies Act, 2013 ("the Act") and Rule 22 of Companies (Management and Administration) Rules, 2014 read with Rule 20 of Companies(Management and Administration) Rules, 2014 as amended by Companies(Management and Administration) Amendment Rules, 2015 to the extent applicable

I, Amar Gopal Gambhir, Practicing Company Secretary, was appointed as the Scrutinizer of **AMD INDUSTRIES LIMITED** ("the Company") pursuant to section 110 of Companies Act, 2013 and Rule 22 of Companies(Management and Administration) Rules, 2014 read with Rule 20 of Companies(Management and Administration) Rules, 2014 as amended by Companies(Management and Administration) Amendment Rules, 2015 to the extent applicable, for the purpose of Scrutinizing the e-voting and Postal Ballot in a fair and transparent manner and ascertaining the requisite majority on e-voting and Postal Ballot out as per the provision of Companies Act, 2013 on the below mentioned resolution(s). We submit our report as under:

1. The e-voting period remained open from 4th September, 2016 (9:00 AM) to 03rd October, 2016 (05:00 PM)
2. The shareholders holding shares either in physical form or in dematerialized form as on the "cut off" date i.e. 19th August, 2016 were entitled to vote electronically on the proposed resolution as set out in the notice of Postal Ballot of **AMD INDUSTRIES LIMITED**.
3. The e-voting report was downloaded on 04th October, 2016 at 10:42:28 hours Indian Standard Time in the presence of two witnesses, Ms. Mamta Singh and Ms. Kumari Anugaya who are not in the employment of the Company. They have signed below in Confirmation of the votes being unblocked in their presence.


.....
Mamta Singh


.....
Kumari Anugaya

For AMD Industries Ltd. Kumari Anugaya


Ashok Gupta



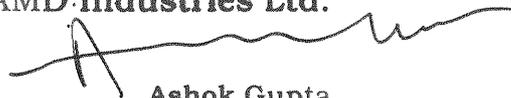
4. The physical postal ballots were received up to 17.00 hours on 3rd October, 2016 through self-addressed business reply envelopes.
5. The Postal Ballot forms were kept in the safe custody in the tamper proof ballot boxes, before commencing the scrutiny of such postal ballot forms.
6. The ballot boxes were opened as on 4th October, 2016 in my presence.
7. The results of the Postal Ballot and e-voting are as under:

RESOLUTION NO 1: Approving borrowing limits up to Rs. 500 crores in terms of Sections 180(1)(c) and 180(2) of the Companies Act, 2013

(l) Voted in favour of the Resolution:

Particulars	Category	Number of members who voted	Number of votes Cast	% of total number of valid vote cast
E-Voting	Promoter and Promoter Group	6	12795913	99.957
	Public – Institutional holders	0	0	0
	Public-Others	30	5200	0.041
Physical Postal Ballot	Promoter and Promoter Group	0	0	0
	Public – Institutional holders	0	0	0
	Public-Others	30	263	0.002
Total		66	12801376	100

For AMD Industries Ltd.



Ashok Gupta
Chairman



(II) Voted against the Resolution

Particulars	Category	Number of members who voted	Number of votes Cast	% of total number of valid vote cast
E-Voting	Promoter and Promoter Group	0	0	0
	Public – Institutional holders	0	0	0
	Public-Others	03	51	100
Physical Postal Ballot	Promoter and Promoter Group	0	0	0
	Public – Institutional holders	0	0	0
	Public-Others	0	0	0
Total		03	51	100

(III) Invalid Votes

Particulars	Category	Number of members who voted	Number of votes Cast	% of total number of valid vote cast
E-Voting	Promoter and Promoter Group	0	0	0
	Public – Institutional holders	0	0	0
	Public-Others	0	0	0
Physical Postal Ballot	Promoter and Promoter Group	0	0	0
	Public – Institutional holders	0	0	0
	Public-Others	4	72	100
Total		4	72	100

For AMD Industries Ltd.



Ashok Gupta
Chairman



RESOLUTION NO 2: Creating a mortgage and/or charge in respect of all or any of the Company's movable/immovable properties, in terms of Section 180(1)(a) of the Companies Act, 2013

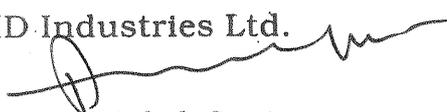
(I) Voted in favour of the Resolution:

Particulars	Category	Number of members who voted	Number of votes Cast	% of total number of valid vote cast
E-Voting	Promoter and Promoter Group	6	12795913	99.957
	Public – Institutional holders	0	0	0
	Public-Others	30	5200	0.041
Physical Postal Ballot	Promoter and Promoter Group	0	0	0
	Public – Institutional holders	0	0	0
	Public-Others	30	263	0.002
Total		66	12801376	100

(II) Voted against the Resolution

Particulars	Category	Number of members who voted	Number of votes Cast	% of total number of valid vote cast
E-Voting	Promoter and Promoter Group	0	0	0
	Public – Institutional holders	0	0	0
	Public-Others	03	51	100

For AMD Industries Ltd.


 Ashok Gupta
 Chairman



COMPANY SECRETARIES

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Physical Postal Ballot	Promoter and Promoter Group	0	0	0
	Public – Institutional holders	0	0	0
	Public-Others	0	0	0
Total		03	51	100

(III) Invalid Votes

Particulars	Category	Number of members who voted	Number of votes Cast	% of total number of valid vote cast
E-Voting	Promoter and Promoter Group	0	0	0
	Public – Institutional holders	0	0	0
	Public-Others	0	0	0
Physical Postal Ballot	Promoter and Promoter Group	0	0	0
	Public – Institutional holders	0	0	0
	Public-Others	4	72	100
Total		4	72	100

6. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

For AMD Industries Ltd.


 Ashok Gupta
 Chairman

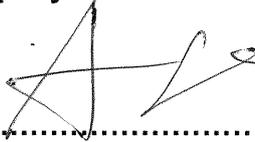


7. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking You,

Yours Faithfully,

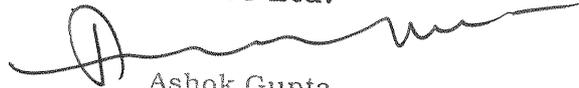
FOR AGG & ASSOCIATES
Company Secretaries



.....
Amar Gopal Gambhir (Prop)
(Scrutinizer)
Practising Company Secretary
CP: 3653 Membership No: 3668

Dated: 04.10.2016
Place: New Delhi

For AMD Industries Ltd.



Ashok Gupta
Chairman