

**Report of Scrutinizer**

**[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(1)(I) of  
The Companies (Management and Administration) Rules, 2014]**

To,  
The Chairperson  
of 3<sup>rd</sup> Annual General Meeting (AGM) of the members of  
UMIYA TUBES LIMITED (UMIYA)  
held on 29<sup>th</sup> September, 2016 at 12.00 Noon  
at 208, 2<sup>nd</sup> Floor, Suman Tower, Sector -11, Gandhinagar - 382011.

Dear Sir,

1. I, CS Manoj Rajaram Hurkat, Practising Company Secretary, have been appointed by the Board of Directors of Umiya Tubes Limited (“Company”) as a Scrutinizer for the purpose of scrutinizing the vote cast through poll/ballot papers at the Annual General meeting and for ascertaining the majority on voting carried out as per the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of The Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions, in connection with the 3<sup>rd</sup> Annual General Meeting held on 29<sup>th</sup> September, 2016 at 12.00 Noon at 208, 2<sup>nd</sup> Floor, Suman Tower, Sector -11, Gandhinagar - 382011.
2. The management of the Company is responsible to ensure the compliances with the requirements of provisions of Companies Act, 2013 and Rules relating to voting on the resolutions contained in the Notice to the 3<sup>rd</sup> Annual General Meeting of the members 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 polling papers circulated at the AGM.



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

**A. For Poll at the AGM:**

- I. The poll was conducted together on all the item nos. 1 to 3 on the agenda at the Annual General meeting at the end of discussion on all the resolutions.
  - II. The poll was conducted to enable the members of the Company who were present at the AGM to vote.
  - III. After ensuring that all the members who desire to cast their vote through poll have exercised their right to vote on poll and after seeking permission from the Chairperson of the 3<sup>rd</sup> Annual General Meeting, ballot box kept for polling was sealed in my presence with due identification marks.
  - IV. The sealed ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The Poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.
  - V. The poll/ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. I have been informed that as the Company is listed on SME platform of BSE and in view of Section 108 of the Companies Act, 2013 and the applicable provisions of the SEBI (LODR) Regulations, 2015, the Company was not required to provide remote e-voting facility. Hence, the remote e-voting was not applicable (NA) to the company.
5. Based on such scrutiny of Polling process, the result of the voting is as under:



**(a) Resolution No. 1 (Ordinary Business - Ordinary Resolution):**

Ordinary Resolution for adoption of Audited Financial Statements for the year ended on 31<sup>st</sup> March, 2016.

**(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	N.A.	N.A.	N.A.
Poll	17	4103068	100%
Total	17	4103068	100%

**(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	N.A.	N.A.	N.A.
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

**(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	N.A.	N.A.	N.A.
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

**(b) Resolution No. 2 (Ordinary Business - Ordinary Resolution):**

Ordinary Resolution for Re-appointment of Mr. Surendrasinh P Vaghela (DIN: 06415080) as a Director.

**(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	N.A.	N.A.	N.A.
Poll	17	4103068	100%
Total	17	4103068	100%

**(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	N.A.	N.A.	N.A.
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

**(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	N.A.	N.A.	N.A.
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil



**(c) Resolution No. 3 (Ordinary Business - Ordinary Resolution):**

Ordinary Resolution for Appointment of M/s P. Singhvi & Associates as Statutory Auditors of the Company in place of M/s Pratirajsinh Raulji & Co., & Fixation of their remuneration:

**(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	N.A.	N.A.	N.A.
Poll	17	4103068	100%
Total	17	4103068	100%

**(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	N.A.	N.A.	N.A.
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

**(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	N.A.	N.A.	N.A.
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

6. A compact disk (CD) / 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 returned for safe keeping by our separate letter to the Company.
7. The poll/ballot papers and all other relevant records will also be handed over by me to the Chairperson/ Person authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

Place: Ahmedabad  
Date: 30<sup>th</sup> September, 2016



Signature of the Scrutinizer  
[CS MANOJ HURKAT]  
FCS - 4287, COP - 2574

**Countersigned by:**

**For, UMIYA TUBES LIMITED**

**Authorised Signatory**