

# LEEL Electricals Limited

(Formerly Lloyd Electric & Engineering Ltd.)

159, Okhla Industrial Estate, Phase-III, New Delhi - 110 020 (INDIA)

Tel. : +91-11-40627200, 40627300 Fax : +91-11-41609909

CIN : L29120UP1987PLC091016

September 26, 2017

The Manager, Listing Department  
The National Stock Exchange of India Ltd.  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E),  
Mumbai – 400 051

The Manager, Listing Department  
BSE Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001

NSE Symbol : LEEL

BSE Scrip Code: 517518

Dear Sirs,

**Reg. Declaration of Voting Results of 30th Annual General Meeting (AGM) held on 26.09.2017 alongwith proceedings of the AGM.**

This is with reference to the 30th AGM of the Company held today i.e. on September 26, 2017 at 09:30 am at Rama Ceremonial, Main Market, Sector-110, Kendriya Vihar-II, Noida, Uttar Pradesh-201301.

The Company had in pursuant to the provisions of Section 108 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 and applicable provisions of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations"), provided e-voting facility to the members to cast their votes electronically on the resolution set forth in the Notice convening AGM. The e-voting was open from September 23, 2017 (09:00 AM) to September 25, 2017 (05:00 PM). The voting was conducted by means of poll for the members present in the AGM.

Mr. Sanjay Chugh, Practicing Company Secretary was appointed as Scrutinizer for conducting the e-voting & poll in the AGM and submitted his consolidated report today.

Based on the Report of the Scrutinizer, all the Resolutions as set out in the Notice of AGM have been duly approved by the Shareholders with requisite majority.

The gist of proceedings of AGM in pursuance of Regulation 30 of the Listing Regulations and voting results in pursuance of Regulation 44(3) of the Listing Regulations alongwith Consolidated Report of Scrutinizer are enclosed herewith for your information and record please.

Thanking you,  
Sincerely yours,  
For LEEL Electricals Limited



Anita K. Sharma

Company Secretary & VP Finance

Encl. as above.

CC: 1. National Securities Depository Limited.  
Trade World, 4th Floor,  
Kamala Mills Compound,  
Senapati Bapat Marg, Lower Parel,  
Mumbai – 400 013.

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**Gist of proceedings of the Thirtieth Annual General Meeting of LEEL Electricals Ltd. held on Tuesday, the 26th day of September, 2017 at 09: 30 AM at Rama Ceremonial, Main Market, Sector-110, Kendriya Vihar-II, Noida, Uttar Pradesh-201301.**

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## Present:

The following Directors and Officer of the Company were present:

1. Mr. Mukat B. Sharma, Wholetime Director & CFO of the Company
2. A.V.M. Surjit Krishan Sharma (retd.), Independent Director and Chairman-Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration Committee
3. Ms. Anita K. Sharma, Company Secretary & VP Finance

## Special Invitee:

Mr. Sanjay Chugh      Secretarial Auditor and Scrutinizer

32 Members were present in person / through authorised representatives. 1 member was present through proxy.

The Meeting started at 09:30 A.M. with the opening remarks by Ms. Anita K. Sharma, Company Secretary & VP Finance.

Before the start of the meeting, Ms. Anita K. Sharma, Company Secretary & VP Finance informed the members that Mr. Brij Raj Punj, Chairman and Managing Director of the Company could not attend the meeting due to his ill health. Hence, Directors present have elected Mr. Mukat B. Sharma, Wholetime Director & CFO of the Company as Chairman of the Meeting.

She welcomed the esteemed members of the Board and shareholders present and informed to the Chairman that the requisite quorum is present in the meeting. She further informed that Mr. Bharat Raj Punj, Deputy Managing Director, Mr. Achin Kumar Roy, Wholetime Director, Mr. Ajay Dogra, Mr. Ramesh Kumar Vasudeva, Dr. Geeta Ajit Tekchand and Ms. Deepti Sahai, Independent Directors of the Company could not attend the meeting due to their prior commitments.

She also informed that Statutory Auditor of the Company M/s Suresh C. Mathur & Co. could not attend the meeting due to pre-occupation and therefore, upon request, the Company has exempted them from attending the Annual General Meeting. Mr. Sanjay Chugh, Secretarial Auditor of the Company is present in the Meeting.

Shareholders were also informed that the statutory registers were open for inspection at the place of the meeting.

Thereafter, Mr. Mukat B. Sharma, took the chair and called the meeting in order and commenced the proceeding. He informed the members that there were no adverse remarks or qualification reported

by Statutory Auditors and Secretarial Auditors of the Company in their respective reports. With the consent of members, the Notice & Auditors' Report which have been circulated in advance were treated as read.

Afterwards, he delivered the speech in which he highlighted the performance of the Company during the Financial Year 2016-17, CSR initiatives undertaken by the Company and future outlook.

He concluded his speech by acknowledging the sincere efforts and continued support of the stakeholders of the Company.

Thereafter, the Chairman requested the Company Secretary to inform the voting process.

Ms. Anita K. Sharma, informed the shareholders that the Company has provided the remote e-voting facility to its Shareholders who were members as on the cut-off date viz. September 19, 2017 for casting their votes in respect of the Ordinary and Special Businesses as set out in the Notice convening the meeting. The Company has engaged the services of National Securities Depository Limited ("NSDL") to provide the remote e-voting facility. She informed that the remote e-voting had commenced at 9.00 am on September 23, 2017 and ended at 5.00 pm on September 25, 2017.

She apprised the members that since the Company had provided the facility of remote e-voting to the shareholders, there will be no voting by show of hands at the Annual General Meeting and voting will be conducted by means of poll on principle of one-share one-vote. The voting rights of the members shall be in proportion to their shares in the equity capital of the Company, as on the cut-off date.

Shareholders were informed that Mr. Sanjay Chugh, Practicing Company Secretary was appointed as the scrutinizer by the Board for scrutinizing the remote e-voting process as well as the poll process.

She also apprised to the members present that shareholders who were shareholders of the Company as on cut-off date and who had not opted to vote on the resolutions through remote e-voting were eligible to exercise their vote through the Ballot paper. Further, the shareholders who had voted through e-voting mechanism would not be able to vote in the meeting again and their earlier vote shall be considered as final.

The Chairman initiated the polling process for the shareholders present at the meeting who were members as on cut-off date and who were not been able to cast their votes through remote e-voting. Polling paper/ballot forms were made available to the members at the Meeting.

He then requested Mr. Sanjay Chugh, Practicing Company Secretary, to conduct the poll. Mr. Sanjay Chugh, Practicing Company Secretary distributed the polling papers, showed empty polling box to the members, locked and sealed the empty polling box in the presence of the members.

Thereafter, following resolutions were carried on and put to vote separately and the voting was conducted by means of poll:

**As Ordinary Business:**

1. Adoption of standalone and consolidated financial statements for the Financial Year ended March 31, 2017 - as an Ordinary Resolution.

2. Confirmation of payment of special dividend of Rs.20 per equity share of Rs.10 each and declaration of final dividend of Rs.1.50 per equity share of Rs.10 each, as an ordinary resolution.
3. Re-appointment of Mr. Mukat B. Sharma (DIN: 02942036) as Director who retires by rotation, as an ordinary resolution.
4. Appointment of M/s Goel Garg & Co., Chartered Accountants as Statutory Auditors of the Company for a period of 5 years in place of retiring auditor, as an ordinary resolution.

**As Special Business:**

5. Re-appointment of Mr. Bharat Raj Punj (DIN:01432035) as Deputy Managing Director for a period of 5 years w.e.f. August 08, 2017, as an ordinary resolution.
6. Re-appointment of Mr. Mukat B. Sharma (DIN: 02942036) as Wholetime Director & CFO for a period of 2 years w.e.f. January 28, 2017, as an ordinary resolution.
7. Ratification of remuneration of M/s Jain Sharma & Associates (Firm Regn. No.: 000270) as Cost Auditors of the Company for the FY 2017-18, as an ordinary resolution.
8. Service of documents to members of the Company -as an Ordinary Resolution.

The Chairman informed the members that the consolidated results of remote e-voting and poll will be declared on or before September 27, 2017 at the Registered Office and Corporate Office of the Company and the same would also be uploaded on the Company's website.

Reply / Clarifications were also provided to the queries of the members.

The members present exercised their vote through Ballot Paper. After ensuring that all members participating in the Poll had casted their votes, the scrutinizer closed the Poll at around 09:50 a.m. and thereafter took the custody of the Polling box.

**Vote of thanks**

There being no other business to transact, the meeting concluded with a vote of thanks by Ms. Anita K. Sharma, Company Secretary of the Company to the Chairman, directors, members and executives present in the meeting. The meeting ended at 10:00 am.

**Result of Remote E-voting & Poll:**

As per the consolidated report dated September 26, 2017 submitted by Scrutinizer on remote e-voting and polling process, the Resolutions set out in the Notice of the 30th Annual General Meeting were carried out and passed by the shareholders with requisite majority.

**For LEEL Electricals Limited**



Anita K. Sharma  
Company Secretary & VP Finance

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**Details of voting results of LEEL Electricals Limited**

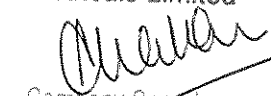
Date of the AGM/ EGM	26-Sep-17
Total number of Shareholders on cut off date (19.09.2017)	35,476
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
Promoters and Promoter Group	09
Public	24
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
Promoters and Promoter Group	N.A.
Public	N.A.

**Agenda wise disclosure**

**1. Adoption of the Audited Standalone and Consolidated Financial Statements for the Financial Year ended March 31, 2017 and the Reports of the Board of Directors and Auditors thereon.**

Resolution Required : (Ordinary / Special)		Ordinary						
Whether Promoter / Promoter Group are interested in the agenda /resolution		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes In favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		22,664,396	100%	22,664,396	-	100%	-
	Poll	22,664,396	-	-	-	-	-	-
	Postal Ballot							
	Total	22,664,396	22,664,396	100%	22,664,396	-	100%	-
Public – Institutional holders	E-voting		226,693	13.85%	226,693	-	100%	-
	Poll	1,637,326	-	-	-	-	-	-
	Postal Ballot							
	Total	1,637,326	226,693	13.85%	226,693	-	100%	-
Public-Non Institutions	E-voting		84,324	0.53%	84,324	-	100%	-
	Poll	16,030,538	48,849	0.30%	48,849	-	100%	-
	Postal Ballot							
	Total	16,030,538	133,173	0.83%	133,173	-	100%	-
<b>Total</b>		<b>40,332,260</b>	<b>23,024,262</b>	<b>57%</b>	<b>23,024,262</b>	<b>-</b>	<b>100%</b>	<b>-</b>

For LEEL Electricals Limited

  
Company Secretary

2. Confirmation of the payment of special dividend of Rs.20 per equity share of Rs.10 each and declaration of final dividend of Rs.1.50 per equity share of Rs. 10 each for the financial year ended March 31, 2017.

Resolution Required : (Ordinary / Special)		Ordinary						
Whether Promoter / Promoter Group are interested in the agenda /resolution		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		22,664,396	100%	22,664,396	-	100%	-
	Poll	22,664,396	-	-	-	-	-	-
	Postal Ballot							
	Total	22,664,396	22,664,396	100%	22,664,396	-	100%	-
Public – Institutional holders	E-voting		226,693	13.85%	226,693	-	100%	-
	Poll	1,637,326	-	-	-	-	-	-
	Postal Ballot							
	Total	1,637,326	226,693	13.85%	226,693	-	100%	-
Public-Non Institutions	E-voting		84,324	0.53%	81,524	2,800	96.68%	3.32%
	Poll	16,030,538	48,849	0.30%	48,849	-	100%	-
	Postal Ballot							
	Total	16,030,538	133,173	0.83%	130,373	2,800	97.90%	2.10%
<b>Total</b>		<b>40,332,260</b>	<b>23,024,262</b>	<b>57.09%</b>	<b>23,021,462</b>	<b>2,800</b>	<b>99.99%</b>	<b>0.01%</b>

3. Re-appointment of Mr. Mukat B. Sharma (DIN: 02942036) as Director.

Resolution Required : (Ordinary / Special)		Ordinary						
Whether Promoter / Promoter Group are interested in the		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		22,664,396	100%	22,664,396	-	100%	-
	Poll	22,664,396	-	-	-	-	-	-
	Postal Ballot							
	Total	22,664,396	22,664,396	100%	22,664,396	-	100%	-
Public – Institutional holders	E-voting		226,693	13.85%	-	226,693	-	100%
	Poll	1,637,326	-	-	-	-	-	-
	Postal Ballot							
	Total	1,637,326	226,693	13.85%	-	226,693	-	100%
Public-Non Institutions	E-voting		83,427	0.52%	76,453	6,974	91.64%	8.36%
	Poll	16,030,538	48,849	0.30%	48,849	-	100%	-
	Postal Ballot							
	Total	16,030,538	132,276	0.83%	125,302	6,974	94.73%	5.27%
<b>Total</b>		<b>40,332,260</b>	<b>23,023,365</b>	<b>57.08%</b>	<b>22,789,698</b>	<b>233,667</b>	<b>98.99%</b>	<b>1.01%</b>

For LEEL Electricals Limited

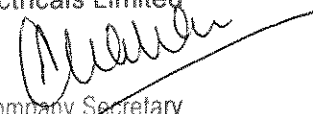
Company Secretary

4. Appointment of M/s Goel Garg & Co., Chartered Accountants, as Statutory Auditors of the Company.									
Resolution Required : (Ordinary / Special)		Ordinary							
Whether Promoter / Promoter Group are interested in the		No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – In favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-voting	22,664,396	22,664,396	100%	22,664,396	-	100%	-	
	Poll		-	-	-	-	-		
	Postal Ballot		N.A						
	<b>Total</b>	<b>22,664,396</b>	<b>22,664,396</b>	<b>100%</b>	<b>22,664,396</b>	<b>-</b>	<b>100%</b>	<b>-</b>	
Public – Institutional holders	E-voting	1,637,326	226,693	13.85%	226,693	-	100%	-	
	Poll		-	-	-	-	-		
	Postal Ballot		N.A						
	<b>Total</b>		<b>1,637,326</b>	<b>226,693</b>	<b>13.85%</b>	<b>226,693</b>	<b>-</b>	<b>100%</b>	<b>-</b>
Public-Non Institutions	E-voting	16,030,538	83,724	0.52%	80,774	2,950	96.48%	3.52%	
	Poll		48,849	0.30%	48,849	-	100%	-	
	Postal Ballot		N.A						
	<b>Total</b>		<b>16,030,538</b>	<b>132,573</b>	<b>0.83%</b>	<b>129,623</b>	<b>2,950</b>	<b>97.77%</b>	<b>2.23%</b>
<b>Total</b>		<b>40,332,260</b>	<b>23,023,662</b>	<b>57.08%</b>	<b>23,020,712</b>	<b>2,950</b>	<b>99.99%</b>	<b>0.01%</b>	

5. Re-appointment of Mr. Bharat Raj Punj (DIN: 01432035) as Deputy Managing Director for a period of 5 (Five) Years w.e.f. August 8, 2017.									
Resolution Required : (Ordinary / Special)		Ordinary							
Whether Promoter / Promoter Group are interested in the		No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-voting		-	-	-	-	-	-	
	Poll		-	-	-	-	-	-	
	Postal Ballot		N.A						
	<b>Total</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public – Institutional holders	E-voting	1,637,326	226,693	13.85%	226,693	-	100.00%	-	
	Poll		-	-	-	-	-		
	Postal Ballot		N.A						
	<b>Total</b>		<b>1,637,326</b>	<b>226,693</b>	<b>13.85%</b>	<b>226,693</b>	<b>-</b>	<b>100%</b>	<b>-</b>
Public-Non Institutions	E-voting	16,030,538	83,350	0.52%	76,376	6,974	91.63%	8.37%	
	Poll		48,849	0.30%	48,849	-	100%	-	
	Postal Ballot		N.A						
	<b>Total</b>		<b>16,030,538</b>	<b>132,199</b>	<b>0.82%</b>	<b>125,225</b>	<b>6,974</b>	<b>94.72%</b>	<b>5.28%</b>
<b>Total</b>		<b>17,667,864</b>	<b>358,892</b>	<b>2.03%</b>	<b>351,918</b>	<b>6,974</b>	<b>98.06%</b>	<b>1.94%</b>	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	22,664,396
Public Insitutions	-
Public - Non Insitutions	-

For LEEL Electricals Limited

  
Company Secretary

6. Re-appointment of Mr. Mukat B. Sharma (DIN: 02942036) as Wholetime Director & CFO for a period of 2 (two) years w.e.f. January 28, 2017.									
Resolution Required : (Ordinary / Special)		Ordinary							
Whether Promoter / Promoter Group are interested in the		No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-voting	22,664,396	22,664,396	100%	22,664,396	-	100%	-	
	Poll		-	-	-	-	-		
	Postal Ballot		N.A						
	Total		22,664,396	22,664,396	100%	22,664,396	-	100%	-
Public – Institutional holders	E-voting	1,637,326	226,693	13.85%	226,693	-	100%	-	
	Poll		-	-	-	-	-		
	Postal Ballot		N.A						
	Total		1,637,326	226,693	13.85%	226,693	-	100%	-
Public-Non Institutions	E-voting	16,030,538	83,427	0.52%	79,183	4,244	94.91%	5.09%	
	Poll		48,849	0.30%	48,849	-	100%	-	
	Postal Ballot		N.A						
	Total		16,030,538	132,276	0.83%	128,032	4,244	96.79%	3.21%
<b>Total</b>		<b>40,332,260</b>	<b>23,023,365</b>	<b>57.08%</b>	<b>23,019,121</b>	<b>4,244</b>	<b>99.98%</b>	<b>0.02%</b>	

7. Ratification of Remuneration of Cost Auditor.									
Resolution Required : (Ordinary / Special)		Ordinary							
Whether Promoter / Promoter Group are interested in the		No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-voting	22,664,396	22,664,396	100%	22,664,396	-	100%	-	
	Poll		-	-	-	-	-		
	Postal Ballot		N.A						
	Total		22,664,396	22,664,396	100%	22,664,396	-	100%	-
Public – Institutional holders	E-voting	1,637,326	226,693	13.85%	226,693	-	100%	-	
	Poll		-	-	-	-	-		
	Postal Ballot		N.A						
	Total		1,637,326	226,693	13.85%	226,693	-	100%	-
Public-Non Institutions	E-voting	16,030,538	83,474	0.52%	80,524	2,950	96.47%	3.53%	
	Poll		48,849	0.30%	48,849	-	100%	-	
	Postal Ballot		N.A						
	Total		16,030,538	132,323	0.83%	129,373	2,950	97.77%	2.23%
<b>Total</b>		<b>40,332,260</b>	<b>23,023,412</b>	<b>57.08%</b>	<b>23,020,462</b>	<b>2,950</b>	<b>99.99%</b>	<b>0.01%</b>	

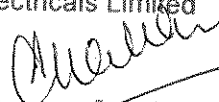
For LEEL Electricals Limited

  
Company Secretary



8. Service of documents to Members of the Company.									
Resolution Required : (Ordinary / Special)		Ordinary							
Whether Promoter / Promoter Group are interested in the		No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – In favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-voting	22,664,396	22,664,396	100%	22,664,396	-	100%	-	
	Poll		-	-	-	-	-		
	Postal Ballot		N.A						
	Total		22,664,396	22,664,396	100%	22,664,396	-	100%	-
Public – Institutional holders	E-voting	1,637,326	226,693	13.85%	226,693	-	100%	-	
	Poll		-	-	-	-	-		
	Postal Ballot		N.A						
	Total		1,637,326	226,693	13.85%	226,693	-	100%	-
Public-Non Institutions	E-voting	16,030,538	83,474	0.52%	82,324	1,150	98.62%	1.38%	
	Poll		48,849	0.30%	48,849	-	100%	-	
	Postal Ballot		N.A						
	Total		16,030,538	132,323	0.83%	131,173	1,150	99.13%	0.87%
<b>Total</b>		<b>40,332,260</b>	<b>23,023,412</b>	<b>57.08%</b>	<b>23,022,262</b>	<b>1,150</b>	<b>99.99%</b>	<b>0.0050%</b>	

For LEEL Electricals Limited

  
 Company Secretary  
 (M)

Sanjay Chugh  
B Com (H), F.C.S.  
Company Secretary

317, Vardhman Plaza -I,  
J Block Commercial Complex,  
Rajouri Garden,  
New Delhi-110 027  
9810770237 (M), 011-41443668

SCRUTINIZER'S REPORT

Date: 26.09.2017

The Chairman of the 30<sup>th</sup> Annual General Meeting of  
LEEL ELECTRICALS LIMITED  
(Formerly Lloyd Electric & Engineering Limited)  
Unit No. 8, Block B,  
Old District Courts Complex, Industrial Area,  
Phase-II, Gautam Buddha Nagar,  
Uttar Pradesh-201305

Dear Sir,

Sub: Scrutinizer's Report pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014

Dear Sir,

The Board of Directors of the Company at their meeting held on August 10, 2017 had appointed me as a scrutinizer to conduct the e-voting process and to scrutinize the physical ballot forms in respect of the resolutions set out in the notice dated August 10, 2017 to be passed at 30th Annual General Meeting of LEEL Electricals Limited held on Tuesday, September 26, 2017 at Rama Ceremonial, Main Market, Sector-110, Kendriya Vihar-II, Noida, Uttar Pradesh-201301.

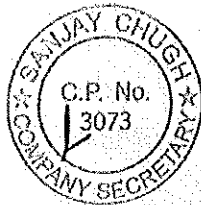
Arrangements of e-voting through electronic means were made with NSDL and voting was kept open for three days, from Saturday, September 23, 2017 at 9.00 a.m. and ended on Monday, September 25, 2017 at 5.00 p.m.

The shareholders holding shares as on September 19, 2017 were entitled to vote on the proposed resolutions as set out in the notice of Annual General Meeting of LEEL Electricals Limited.


The e-votes were duly unblocked in the presence of two witnesses and scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company/ list of beneficiaries as on September 19, 2017.

All the e-votes received up to the close of working hours on September 25, 2017 (5:00 pm), the last date and time fixed by the Company to the cast the e-vote were considered for my scrutiny.

Further poll through ballot papers on the resolutions contained in notice of 30th Annual General Meeting held on September 26, 2017 was conducted at Rama Ceremonial, Main Market, Sector-110, Kendriya Vihar-II, Noida, Uttar Pradesh-201301 were also considered for my scrutiny.



For LEEL Electricals Limited

  
Whole Time Director  
Chairman of  
the Meeting

I hereby submit my report of e-voting as well as poll through physical ballot as under:

**Consolidated Results of E-Voting & Poll at the AGM**

**Item No. 1 - Adoption of standalone and consolidated financial statements of the Company for the period ended March 31, 2017 together with the reports of the Directors' and Auditors thereon -Ordinary Resolution:**

Particulars	Number of			Number of votes contained in			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	3	89	92	48,849	22,975,413	23,024,262	100.00%
Dissent	0	0	0	0	0	0	0.00%
Total	3	89	92	48,849	22,975,413	23,024,262	100.00%

Accordingly, out of 23,024,262, E-Votes and Poll Polled; 23,024,262 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 100.00 % of the votes polled; 0 Votes were cast **DISSENTING** to the Ordinary Resolution constituting 0.00 % of the votes polled on the Ordinary Resolution.

Accordingly Ordinary Resolution as contained in Item No. 1 passed with requisite majority.

**Item No. 2- Payment of Special dividend of Rs. 20/- per Equity Share and Declaration of final dividend of Rs. 1.50/- per Equity Share (15%) for the financial year ended March 31, 2017-Ordinary Resolution:**

Particulars	Number of			Number of votes contained in			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	3	88	91	48,849	22,972,613	23,021,462	99.98%
Dissent	0	1	1	0	2,800	2,800	0.02%
Total	3	89	92	48,849	22,975,413	23,024,262	100.00%

Accordingly, out of 23,024,262, E- Votes and Poll Polled; 23,021,462 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 99.98 % of the votes polled; 2,800 Votes were cast **DISSENTING** to the Ordinary Resolution constituting 0.02 % of the votes polled on the Ordinary Resolution.

Accordingly Ordinary Resolution as contained in Item No.2 passed with requisite majority.

**Item No. 3- Appointment of a director in place of Mr. Mukat B. Sharma (DIN: 02942036), who retires by rotation and being eligible, offers himself for re-appointment.-Ordinary Resolution:**

Particulars	Number of			Number of votes contained in			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	3	76	79	48,849	22,740,849	22,789,698	98.98%
Dissent	0	9	9	0	233,667	233,667	1.02%
Total	3	85	88	48,849	22,974,516	23,023,365	100.00%

Accordingly, out of 23,023,365, E- Votes and Poll Polled; 22,789,698 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 98.98 % of the votes polled; 233,667 Votes were cast **DISSENTING** to the Ordinary Resolution constituting 1.02 % of the votes polled on the Ordinary Resolution.

Accordingly Ordinary Resolution as contained in Item No.3 passed with requisite majority.



For LEEL Electricals Limited

*[Signature]*  
Whole Time Director  
Chairman of  
the meeting

Accordingly Ordinary Resolution as contained in Item No.6 passed with requisite majority.

**Item No. 7- Ratification of Remuneration of Cost Auditor - Ordinary Resolution:**

Particulars	Number of			Number of votes contained In			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	3	83	86	48,849	22,971,613	23,020,462	99.98%
Dissent	0	3	3	0	2,950	2,950	0.02%
Total	3	86	89	48,849	22,974,563	23,023,412	100.00%

Accordingly, out of 23,023,412, E- Votes and Poll Polled; 23,020,462 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 99.98% of the votes polled; 2,950 Votes were cast **DISSENTING** to the Ordinary Resolution constituting 0.02 % of the votes polled on the Ordinary Resolution.

Accordingly Ordinary Resolution as contained in Item No.7 passed with requisite majority.

**Item No. 8- Service of documents to Members of the Company - Ordinary Resolution:**

Particulars	Number of			Number of votes contained In			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	3	83	86	48,849	22,973,413	23,022,262	99.99%
Dissent	0	3	3	0	1,150	1,150	0.01%
Total	3	86	89	48,849	22,974,563	23,023,412	100.00%


Accordingly, out of 23,023,412, E- Votes and Poll Polled; 23,022,262 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 99.99 % of the votes polled; 1,150 Votes were cast **DISSENTING** to the Ordinary Resolution constituting 0.01 % of the votes polled on the Ordinary Resolution.

Accordingly Ordinary Resolution as contained in Item No.8 passed with requisite majority.

7. There were 16 Number of invalid Ballot papers.
8. Based on the above resolutions mentioned at Serial no. 1 to 8 have been passed with requisite majority.
9. The Register and all other papers and relevant records relating to electronic voting and physical mode shall remain in our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting.


Result of the above may accordingly be declared by the chairman of the Company.

Thanking you,  
Yours Sincerely

  
Sanjay Chugh  
Company Secretary  
C.P. 3073



For LEEL Electricals Limited

  
Whole Time Director  
Chairman of  
the meeting