



STEEL STRIPS WHEELS LTD.

CIN: L27107PB1985PLC006159

Head Office : ISO /TS16949 Certified

SCO 49-50, Sector-26,

Madhya Marg, Chandigarh -160 019 (INDIA)

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Website : www.sswlindia.com

Ref. /2015/

Dated: 28.02.2015

BSE Limited Department of Corporate Services, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 BSE Scrip Code: 513262	The National Stock Exchange of India Limited Exchange Plaza, C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051 NSE Symbol: SSWL
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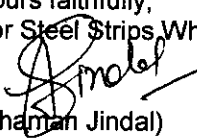
Sub: Scrutinizers' Reports

Dear Sir,

Please find enclosed herewith Scrutinizers' Report on E- Voting, Polling and a consolidated Report in connection with Resolution passed at Extra Ordinary General Meeting of the Company held on February 27, 2015.

Thanking you,

Yours faithfully,
For Steel Strips Wheels Limited


(Shantanu Jindal)
DGM-Cum-Company Secretary
Encl:a/a

Works & Regd. Office : Vill. Somalheri/Lehi, P.O. Dappar, Tehsil Derabassi, Distt. Mohali, Punjab (India)
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SCRUTINIZER'S REPORT

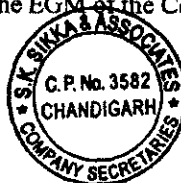
[Pursuant to Clause 35B of the Listing Agreement and Section 108 of the Companies Act, 2013 and rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014]

To

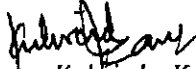
The Chairman of Extra-Ordinary General Meeting of the members of **Steel Strips Wheels Limited** (the Company) to be held on the 27th day of February, 2015 at 11.30 A.M. at Company's Regd. Office at Village Somalheri/ Lehli, P.O. Dappar, Tehsil Dera Bassi, Distt. S.A.S Nagar, Mohali (Punjab).

Dear Sir,

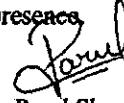
1. I, Sushil Kumar Sikka, a sole proprietor of S K Sikka & Associates, a Company Secretary in Practice, have been appointed by the Board of Director of **Steel Strips Wheels Limited** (the Company) as a Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions Clause 35B of Listing agreement and the provisions of the Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolution contained in the notice to the Extra-Ordinary General Meeting (EGM) of the members of the Company, to be held on the 27th day of February, 2015 at 11.30 A.M. at Company's Regd. Office at Village Somalheri/ Lehli, P.O. Dappar, Tehsil Dera Bassi, Distt. S.A.S Nagar, Mohali (Punjab).
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice to the Extra-Ordinary General Meeting (EGM) of the members of the Company. My responsibility as a scrutinizer for the e- voting process is restricted to make a Scrutinizer's Report of the votes cast 'in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company.
3. Further to the above, I submit my report as under:-
 - a) The e-voting period remained open from 21st February, 2015 (10:00 A.M) to 23rd February, 2015 (5:00P.M)
 - b) The members of the Company as on the "cut-off" date i.e 23.01.2015 were entitled to vote on the resolution (items no. 1 as set out in the notice of the EGM of the Company).



- c) The votes cast were unblocked on Thursday February 26, 2015 in the presence of 2 witnesses, Ms. Kulwinder Kaur and Ms. Parul Sharma who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Kulwinder Kaur



Name: Parul Sharma

4. Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for", "against" each of the resolution that were put to vote, were generated from the e-voting website of Central Depository Services (India) Limited i.e. <https://www.evotingindia.com/evoteshome.jsp> and based on such reports generated, the result of the e-voting is as under:

Item No.1:-

Special Resolution

Consider and approve to create, issue, offer and grant upto 150000 Options to Employees of the company exercisable into equal number of equity shares under "Employees Stock Option Scheme, 2014."

Voted in favour of resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
-	-	-

Voted against the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
2	1113	100

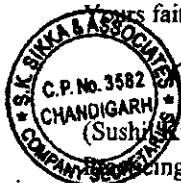
Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

The Registers, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Extra-Ordinary General Meeting and the same shall be handed over to the Company Secretary of Steel Strips Wheels Limited for safe keeping.

Thanking you,

Yours faithfully,



(Sushil Kumar Sikka)

Company Secretary

Membership No. FCS 4241

C.P. No. 3582

Place: Chandigarh

Date: 26.02.2015

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2)
of the Companies (Management and Administration) Rules, 2014]

To

The Chairman of Extra-Ordinary General Meeting of the members of Steel Strips Wheels Limited (the Company) held on Friday, the 27th day of February, 2015 at 11.30 A.M. at Company's Regd. Office at Village Somalheri/ Lehli, P.O. Dappar, Tehsil Dera Bassi, Distt. S.A.S Nagar, Mohali (Punjab).

Dear Sir,

I, Sushil Kumar Sikka, sole proprietor of S K Sikka & Associates, a Company Secretary in practice have been appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution, at the Extra-Ordinary General Meeting (EGM) of the members of the Company, held on Friday, the 27th day of February, 2015 at 11.30 A.M. at Village Somalheri/ Lehli, P.O. Dappar, Tehsil Dera Bassi, Distt. S.A.S Nagar, Mohali (Punjab), submit my Report as under:

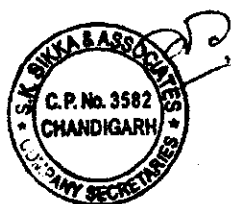
1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. I do not find any Poll papers invalid.
4. The result of the Poll is as under:

Item No.1:-

Special Resolution Consider and approve to create, issue, offer and grant upto 150000 Options to Employees of the company exercisable into equal number of equity shares under "Employees Stock Option Scheme, 2014."

(i) Voted in favour of resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
41	8974860	100



(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-


(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

5. 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.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,


(Sushil Kumar Sikka)

Practicing Company Secretary

Membership No. FCS 4241

C.P. No. 3582

Place: Chandigarh

Date: 28.02.2015

**COMBINED SCRUTINIZER REPORT FOR E-VOTING AND POLL OF STEEL STRIPS
WHEELS LIMITED**

To

The Chairman of Extra-Ordinary General Meeting of the members of Steel Strips Wheels Limited (the Company) held on the Friday, the 27th day of February, 2015 at 11.30 A.M. at Company's Regd. Office at Village Somalheri/ Lehli, P.O. Dappar, Tehsil Dera Bassi, Distt. S.A.S Nagar, Mohali (Punjab)

Dear Sir,

Subject: Resolutions passed at Extra-Ordinary General Meeting through E-voting/Poll.

I, Sushil Kumar Sikka, Sole Proprietor of S K Sikka & Associates, a Company Secretary in practice have been appointed as Scrutinizer pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 to conduct electronic voting process and to scrutinize physical ballot forms received from the shareholders/proxies in respect of the below mentioned resolution passed at the Extra-Ordinary General Meeting (EGM) of the members of the Company held on the 27TH day of February, 2015.

The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL,) for conducting e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot papers to the members who do not have access to e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of 23.01.2015 were entitled to vote on the proposed resolutions as set out at items no. 1 in the Notice of the EGM of Steel Strips Wheels Limited.

The voting period remained open from 21st February, 2015 (10:00 A.M) to 23rd February, 2015 (5:00P.M) and the CDSL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of two witnesses who were not in the employment of the company. Votes cast through Physical ballot forms were considered in the EGM.

I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the CDSL e-voting system and the ballot forms received respectively.

I, now submit my Report as under on the result of the voting through electronic means and physical mode in respect of the said Resolutions.



Item No.1:-

Special Resolution

To consider and approve to create, issue, offer and grant upto 150000 Options to Employees of the company exercisable into equal number of equity shares under "Employees Stock Option Scheme, 2014."

(i) Voted in favour of resolution:

	Number of members voted through electronic voting system and physical mode	No. of cast(Shares)	Votes	% of total number of valid votes cast
E-Voting	-	-	-	-
Physical	41	8974860	8974860	100
Total	41	8974860	8974860	100

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	No. of cast(Shares)	Votes	% of total number of valid votes cast
E-Voting	2	1113	1113	100
Physical	-	-	-	-
Total	2	1113	1113	100

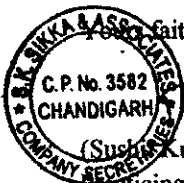
(iii) Invalid votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

The Registers, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same shall be handed over to the Company Secretary of Steel Strips Wheels Limited for safe keeping.

Thanking you,

faithfully,



(Sushil Kumar Sikka)

Practicing Company Secretary

Membership No. FCS 4241

C.P. No. 3582

Place: Chandigarh

Date:28.02.2015