

**Consolidated Report on remote e-voting and voting by poll conducted at the 14th
AGM of Hilton Metal Forging Limited**

The Chairman

of 14th Annual General Meeting ("AGM") of the Equity Shareholders of **Hilton Metal Forging Limited** held on 28th September, 2019 at Whispering Palms Club House, Whispering Palms, Lokhandwala Town Ship, Kandivali East, Mumbai 400 101 at 4.00 PM.

Dear Sir,

1. I, Shreya Shah, Practising Company Secretary, had been appointed by the Board of Directors of **Hilton Metal Forging Limited** ("the Company") for the purpose of scrutinizing the:

- i. Remote e-voting process under the provisions of section 108 of the Companies Act, 2013 and the rules framed thereunder; and
- ii. Voting on poll through ballot papers by the equity shareholders

in respect of the resolutions contained in the notice of 14th Annual General Meeting ("AGM notice") of the Equity Shareholders of the Company held on 28th September, 2019 at Whispering Palms Club House, Whispering Palms, Lokhandwala Town Ship, Kandivali East, Mumbai 400 101.

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to remote e-voting and voting on poll by use of ballot papers at the AGM on the resolution contained in the contained in the AGM Notice. My responsibility as a scrutinizer for the remote e-voting process and voting on poll are restricted to ensure that the voting process by remote e-voting and voting on poll are conducted in a fair and transparent manner and presenting Consolidated Scrutinizer's report on the total 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 (CDSL), an agency appointed by the Company to provide e-voting facilities and the report on poll results prepared by me and Ms. Lekha Shah, shareholder of the Company, appointed as the Scrutinizers at the 14th AGM, is based on the data provided/authenticated by your Registrar and Share Transfer Agent.



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SHREYA SHAH
Practising Company Secretary

3. I submit herewith my consolidated report on the results of voting through remote e-voting and voting on poll. I have issued separate report on remote e-voting dated 30th September, 2019 and the report on poll results dated 30th September, 2019 is issued by me and Ms. Lekha Shah, shareholder of the Company, appointed as the Scrutinizers at the 14th AGM.
4. I submit herewith my Consolidated Report on the results of remote e-voting and voting on poll at the AGM as under:

Item No. 1: Adoption of the Audited Financial Statements and Reports thereon for the Financial Year ended March 31, 2019, together with the Report of the Board of Directors and the Auditor's thereon.

Particulars	Remote e-Voting		Voting on poll at AGM		Total		Percentage of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	14	556	49	6235563	63	6236119	100
Dissent	-	-	-	-	-	-	-
Total	14	556	49	6235563	63	6236119	100

Invalid Votes / Abstained from voting	Remote e-Voting		Voting on poll at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	3	3863	3	3863

Item No. 2: Re-appointment of Mr. Yuvraj Hiralal Malhotra (DIN: 00225156) as Director who retires by rotation.

Particulars	Remote e-Voting		Voting on poll at AGM		Total		Percentage of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	14	556	42	2976	56	3532	100
Dissent	-	-	-	-	-	-	-
Total	14	556	42	2976	56	3532	100

Invalid Votes / Abstained from voting	Remote e-Voting		Voting on poll at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	3	3863	3	3863

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Item No. 3: Ratification of remuneration payable to Cost Auditor for the financial year 2019-2020

Particulars	Remote e-Voting		Voting on poll at AGM		Total		Percentage of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	14	556	49	6235563	63	6236119	100
Dissent	-	-	-	-	-	-	-
Total	14	556	49	6235563	63	6236119	100

Invalid Votes / Abstained from voting	Remote e-Voting		Voting on poll at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	3	3863	3	3863

Item No. 4: Appointment of Mr. Sandeep Ravindra Shah as an Independent Director of the Company.

Particulars	Remote e-Voting		Voting on poll at AGM		Total		Percentage of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	14	556	49	6235563	63	6236119	100
Dissent	-	-	-	-	-	-	-
Total	14	556	49	6235563	63	6236119	100

Invalid Votes / Abstained from voting	Remote e-Voting		Voting on poll at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	3	3863	3	3863

Item No. 5: Appointment of Mr. Prithivish Sushil Mundra as an Independent Director of the Company.

Particulars	Remote e-Voting		Voting on poll at AGM		Total		Percentage of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	14	556	49	6235563	63	6236119	100
Dissent	-	-	-	-	-	-	-
Total	14	556	49	6235563	63	6236119	100

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SHREYA SHAH
Practising Company Secretary

Invalid Votes / Abstained from voting	Remote e-Voting		Voting on poll at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	3	3863	3	3863

Item No. 6: Appointment of Ms. Nikita Moradia as an Independent Director of the Company.

Particulars	Remote e-Voting		Voting on poll at AGM		Total		Percentage of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	14	556	49	6235563	63	6236119	100
Dissent	-	-	-	-	-	-	-
Total	14	556	49	6235563	63	6236119	100

Invalid Votes / Abstained from voting	Remote e-Voting		Voting on poll at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	3	3863	3	3863

Item No. 7: Re-appointment of Mr. Sanjay Jain (DIN 00152758) as an Independent Director of the Company.

Particulars	Remote e-Voting		Voting on poll at AGM		Total		Percentage of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	13	554	49	6235563	62	6236117	100
Dissent	1	2	-	-	1	2	-
Total	14	556	49	6235563	63	6236119	100

Invalid Votes / Abstained from voting	Remote e-Voting		Voting on poll at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	3	3863	3	3863

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SHREYA SHAH
Practising Company Secretary

5. The relevant records relating to remote e-voting and voting by poll at AGM shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the 14th Annual General Meeting and the same shall thereafter be handed over to the Company Secretary for safe keeping.
6. This report has been issued at the request of the Company for (i) submission to Stock Exchanges and (ii) to be placed on website of the Company. This Report is not to be used for any other purpose or to be distributed to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.



Shreya H. Shah

SHREYA SHAH
Practising Company Secretary
CoP:15859/ACS:39409

Place : Mumbai

Date : 30th September, 2019