

Manesh Gupta
Company Secretary

Scrutinizer(s) Report

(Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman
38th Annual General Meeting of the Equity Shareholders of
Lumax Industries Limited
Held on August 23, 2019 at
Air Force Auditorium, Subroto Park, New Delhi-110 010
at 10.30 A.M.

Dear Sir,

I, Manesh Gupta, Practising Company Secretary, having its office at 18/15, IInd Floor, Shakti Nagar, Delhi-110 007, have been appointed as scrutinizer of Lumax Industries Limited ("The Company") having its Registered Office at 2nd Floor, Harbans Bhawan-II, Commercial Complex, Nangal Raya, New Delhi-110046 for the purpose of scrutinizing the e-voting and ballot process in a fair and transparent manner and ascertaining the requisite majority on e-voting and ballot carried out as per the provisions of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on below mentioned resolution(s), at the 38th Annual General Meeting of the Equity shareholders of Lumax Industries Limited held on Friday the 23rd day of August, 2019 at Air Force Auditorium, Subroto Park, New Delhi-110 010. We submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, 2 (two) ballot boxes kept for polling were locked in our presence with due identification marks place by us.
2. The locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinised. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorisation/ proxies lodged with the Company.
3. The poll papers which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
4. The e-voting period remained open from August 19, 2019 to August 22, 2019 (both days inclusive).
5. The shareholders holding shares as on cut off date, i.e., August 16, 2019 were entitled to vote through e-voting and those were present on the date of AGM and not opted to vote through e-voting process were entitled to vote through ballot process on the proposed resolutions (item no. 1 to 12 as set out in the Notice of the 38th Annual General Meeting of Lumax Industries Limited).
6. The votes were unblocked on Friday the 23rd day of August, 2019 at around 12:00 p.m. in the presence of two witnesses, Ms. Radhika Kansal and Ms. Sonali Gupta who are not in the employment of the Company.

18/15, Shakti Nagar, Delhi-110007
C/o Madan Lal Khanna & Co., 74, Janpath, New Delhi-110 001 (INDIA)

Mobile : +91-98-712-08877



7. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "favour" and "against", were downloaded from the e-voting website.

8. The result of the E-voting and Ballot is as under:

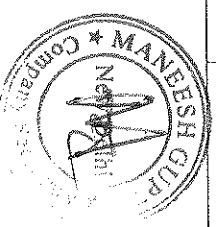
Date of the AGM	August 23, 2019
Total Number of shareholders on record date	19379
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	5
Public:	224
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	0
Public:	0

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Resolution No. 1: Adoption of Audited Annual Accounts for the year ended March 31, 2019 and the Auditors and Directors Report 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 (1)	No. of votes polled (2)	% of votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes- in favour (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 and Promoter Group	E-Voting	7010798	6848780	97.689	6848780	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	7010798	6848780	97.689	6848780	0	100	0
Public-Institutions	E-Voting	678195	89428	13.186	89428	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	678195	89428	13.186	89428	0	100	0
Public-Non Institutions	E-Voting	1658739	193	0.012	193	0	100	0
	Poll		419	0.025	419	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1658739	612	0.037	612	0	100	0
Total		9347732	6938820	74.230	6938820	0	100	0

Note: 40 ballots were invalid.



Resolution No. 2: Declaration of Dividend on equity shares for the year ended March 31,
2019

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/ resolution?	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 favour (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 and Promoter Group	E-Voting	7010798	6848780	97.689	6848780	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	7010798	6848780	97.689	6848780	0	100	0
Public- Institutions	E-Voting	678195	111673	16.466	111673	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	678195	111673	16.466	111673	0	100	0
Public- Non Institutions	E-Voting	1658739	193	0.012	193	0	100	0
	Poll		412	0.025	412	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1658739	605	0.037	605	0	100	0
Total		9347732	6961058	74.468	6961058	0	100	0

Note: 40 ballots were invalid.



Resolution No. 3: Re-appointment of Mr. Deepak Jain (DIN: 00004972), who retires by rotation

Resolution required: (Ordinary/Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/ resolution?		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 favour (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 and Promoter Group	E-Voting	7010798	6848780	97.689	6848780	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	7010798	6848780	97.689	6848780	0	100	0
Public-Institutions	E-Voting	678195	111673	16.466	111673	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	678195	111673	16.466	111673	0	100	0
Public- Non Institutions	E-Voting	1658739	193	0.012	148	45	76.684	23.316
	Poll		412	0.025	412	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1658739	605	0.037	560	45	92.562	7.438
Total		9347732	6961058	74.468	6961013	45	99.999	0.001

Note: 40 ballots were invalid.



Resolution No. 4: Ratification of Remuneration of Cost Auditor for the Financial Year
2019-20

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/ resolution?		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 favour (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 and Promoter Group	E-Voting	7010798	6848780	97.689	6848780	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	7010798	6848780	97.689	6848780	0	100	0
Public- institutions	E-Voting	678195	111673	16.466	111673	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	678195	111673	16.466	111673	0	100	0
Public- Non Institutions	E-Voting	1658739	193	0.012	193	0	100	0
	Poll		412	0.025	412	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1658739	605	0.037	605	0	100	0
Total		9347732	6961058	74.468	6961058	0	100	0

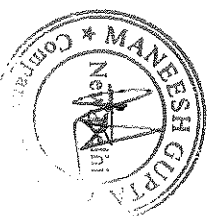
Note: 40 ballots were invalid.



Resolution No. 5: Re-Appointment of Mr. Koji Sawada (DIN: 07582189) as an Executive Director of the Company

Resolution required: (Ordinary/ Special)							Ordinary	
Whether promoter/ promoter group are interested in the agenda/ resolution?							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 favour (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 and Promoter Group	E-Voting	7010798	6848780	97.689	6848780	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	7010798	6848780	97.689	6848780	0	100	0
Public-Institutions	E-Voting	678195	111673	16.466	111673	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	678195	111673	16.466	111673	0	100	0
Public- Non Institutions	E-Voting	1658739	193	0.012	148	45	76.684	23.316
	Poll		412	0.025	412	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1658739	605	0.037	560	45	92.562	7.438
Total		9347732	6961058	74.468	6961013	45	99.999	0.001

Note: 40 ballots were invalid.



Resolution No.6: Ratification/Approval of Remuneration paid to Mr. Vineet Sahni, CEO
& Senior Executive Director for the Financial Year 2018-19 post
annual increments as per the policy of the Company

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/ resolution?		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 favour (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 and Promoter Group	E-Voting	7010798	6848780	97.689	6848780	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	7010798	6848780	97.689	6848780	0	100	0
Public- Institutions	E-Voting	678195	111673	16.466	111673	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	678195	111673	16.466	111673	0	100	0
Public- Non Institutions	E-Voting	1658739	193	0.012	183	10	94.819	5.181
	Poll		412	0.025	412	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1658739	605	0.037	595	10	98.347	1.653
	Total	9347732	6961058	74.468	6961048	10	100	0

Note: 40 ballots were invalid.



Resolution No. 7: Increase in Remuneration of Mr. Vineet Sahni, CEO & Senior Executive Director for the Financial Year 2019-20

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/ resolution?	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 favour (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 and Promoter Group	E-Voting	7010798	6848780	97.689	6848780	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	7010798	6848780	97.689	6848780	0	100	0
Public- Institutions	E-Voting	678195	111673	16.466	111673	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	678195	111673	16.466	111673	0	100	0
Public- Non Institutions	E-Voting	1658739	193	0.012	138	55	71.503	28.497
	Poll		412	0.025	412	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1658739	605	0.037	550	55	90.901	9.091
Total		9347732	6961058	74.468	6961003	55	99.999	0.001

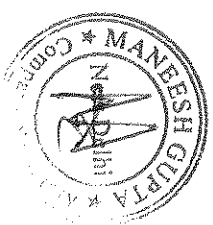
Note: 40 ballots were invalid.



Resolution No. 8 Appointment of Mrs. Riitka Modi (DIN: 00463560) as an Independent Director of the Company for a period of Five (5) Years

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/ resolution?		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 favour (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 and Promoter Group	E-Voting	7010798	6848780	97.689	6848780	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	7010798	6848780	97.689	6848780	0	100	0
Public- Institutions	E-Voting	678195	111673	16.466	111673	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	678195	111673	16.466	111673	0	100	0
Public- Non Institutions	E-Voting	1658739	193	0.012	148	45	76.684	23.316
	Poll		412	0.025	412	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1658739	605	0.037	560	45	92.562	7.438
Total		9347732	6961058	74.468	6961013	45	99.999	0.001

Note: 40 ballots were invalid.



Resolution No. 9 Re-appointment of Mr. Avinash Parkash Gandhi (DIN: 00161107) as an Independent Director for a Second Term and Continuation of Directorship

Resolution required: (Ordinary/ Special)				Special				
Whether promoter/ promoter group are interested in the agenda/ resolution?				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 favour (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 and Promoter Group	E-Voting	7010798	6848780	97.689	6848780	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	7010798	6848780	97.689	6848780	0	100	0
Public-Institutions	E-Voting	678195	111673	16.466	12648	99025	11.326	88.674
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	678195	111673	16.466	12648	99025	11.326	88.674
Public- Non Institutions	E-Voting	1658739	193	0.012	148	45	76.684	23.316
	Poll		412	0.025	412	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1658739	605	0.037	560	45	92.562	7.438
Total		9347732	6961058	74.468	6861988	99070	98.577	1.423

Note: 40 ballots were invalid.



Resolution No. 10 Re-appointment of Mr. Munish Chandra Gupta (DIN: 01362556) as an
Independent Director for a Second Term and Continuation of
Directorship

Resolution required: (Ordinary/ Special)		Special						
Whether promoter/ promoter group are interested in the agenda/ resolution?		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 favour (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 and Promoter Group	E-Voting	7010798	6848780	97.689	6848780	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	7010798	6848780	97.689	6848780	0	100	0
Public-Institutions	E-Voting	678195	111673	16.466	12648	99025	11.326	88.674
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	678195	111673	16.466	12648	99025	11.326	88.674
Public- Non Institutions	E-Voting	1658739	193	0.012	148	45	76.684	23.316
	Poll		412	0.025	412	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1658739	605	0.037	560	45	92.562	7.438
Total		9347732	6961058	74.468	6861988	99070	98.577	1.423

Note: 40 ballots were invalid.



Resolution No. 11 Re-appointment of Mr. Dhiraj Dhar Gupta (DIN: 01089718) as an Independent Director for a Second Term

Resolution required: (Ordinary/ Special)		Special		No					
Whether promoter/ promoter group are interested in the agenda/ resolution?									
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 favour (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 and Promoter Group	E-Voting	7010798	6848780	97.689	6848780	0	100	0	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	NA
	Total	7010798	6848780	97.689	6848780	0	100	0	0
Public- Institutions	E-Voting	678195	111673	16.466	12648	99025	11.326	88.674	88.674
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	NA
	Total	678195	111673	16.466	12648	99025	11.326	88.674	88.674
Public- Non Institutions	E-Voting	1658739	193	0.012	148	45	76.684	23.316	23.316
	Poll		412	0.025	412	0	100	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	NA
	Total	1658739	605	0.037	560	45	92.562	7.438	7.438
Total		9347732	6961058	74.468	6861988	99070	98.577	1.423	1.423

Note: 40 ballots were invalid.



Resolution No. 12 Re-appointment of Mr. Rattan Kapur (DIN: 00304573) as an Independent Director for a Second Term

Resolution required: (Ordinary/ Special)		Special						
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 (3)=[(2)/(1)]*100	No. of Votes- in favour (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 and Promoter Group	E-Voting	7010798	6848780	97.689	6848780	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public- Institutions	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	7010798	6848780	97.689	6848780	0	100	0
Public- Non Institutions	E-Voting	678195	111673	16.466	111673	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public- Non Institutions	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	678195	111673	16.466	111673	0	100	0
Public- Non Institutions	E-Voting	1658739	193	0.012	148	45	76.684	23.316
	Poll		412	0.025	412	0	100	0
Public- Non Institutions	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1658739	605	0.037	560	45	92.562	7.438
Total		9347732	6961058	74.468	6961013	45	99.999	0.001

Note: 40 ballots were invalid.
The poll papers and all other relevant records were sealed and handed over to the Compliance Officer for safe custody.

Thanking You,

Yours Sincerely,


C.S. Manesh Gupta
*New Delhi
Secretary
C.P. No. 2945

M. No. F4982

Place: New Delhi

Dated: August 24, 2019

Counter signed by
For Lumax Industries Limited



Mr. Deepak Jain
Chairman