

Scrutinizer(s) Report

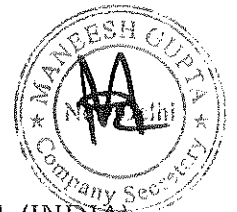
(Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman
37th Annual General Meeting of the Equity Shareholders of
Lumax Industries Limited
Held on July 18, 2018 at Air Force Auditorium, Subroto Park, New Delhi-110 010 at 10.30
A.M.

Dear Sir,

I, Maneesh 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 37th Annual General Meeting of the Equity shareholders of Lumax Industries Limited held on Wednesday the 18th day of July, 2018 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 July 15, 2018 to July 17, 2018 (both days inclusive).
5. The shareholders holding shares as on cut off date, i.e., July 10, 2018 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 8 as set out in the Notice of the 37th Annual General Meeting of Lumax Industries Limited).
6. The votes were unblocked on Wednesday the 18th day of July, 2018 at around 3:30 p.m. in the presence of two witnesses, Ms. Radhika Kansal and Ms. Priya Jindal who are not in the employment of the Company.



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:

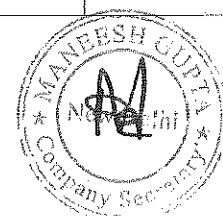
Date of the AGM	18 th July, 2018
Total Number of shareholders on record date	16236
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	7
Public:	146
No. of shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	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, 2018 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	7070798	6848780	96.86	6848780	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	7070798	6848780	96.86	6848780	0	100	0
Public- Institutions	E-Voting	246912	87889	35.60	87889	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	246912	87889	35.60	87889	0	100	0
Public- Non Institutions	E-Voting	2030022	53	0.00	53	0	100	0
	Poll		640	0.03	640	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	2030022	693	0.03	693	0	100	0
Total		9347732	6937362	74.21	6937362	0	100	0

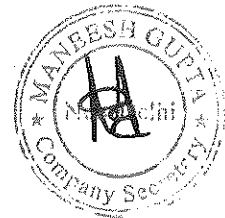
Note: 19 ballots were invalid.



Resolution No. 2: Declaration of Dividend on equity shares for the year ended March 31, 2018

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	7070798	6848780	96.86	6848780	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	7070798	6848780	96.86	6848780	0	100	0
Public- Institutions	E-Voting	246912	133520	54.08	133520	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	246912	133520	54.08	133520	0	100	0
Public- Non Institutions	E-Voting	2030022	53	0.00	53	0	100	0
	Poll		594	0.03	594	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	2030022	647	0.03	647	0	100	0
Total		9347732	6982947	74.70	6982947	0	100	0

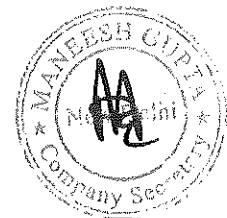
Note: 22 ballots were invalid.



Resolution No. 3: Re-appointment of Mr. Koji Sawada (DIN 07582189), 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	7070798	6848780	96.86	6848780	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	7070798	6848780	96.86	6848780	0	100	0
Public- Institutions	E-Voting	246912	133520	54.08	109812	23708	82.24	17.76
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	246912	133520	54.08	109812	23708	82.24	17.76
Public- Non Institutions	E-Voting	2030022	53	0.00	53	0	100	0
	Poll		594	0.03	594	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	2030022	647	0.03	647	0	100	0
Total		9347732	6982947	74.70	6959239	23708	99.66	0.34

Note: 22 ballots were invalid.



Resolution No. 4: Ratification of Remuneration of Cost Auditor's for the Financial Year 2018-19.

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	7070798	6848780	96.86	6848780	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	7070798	6848780	96.86	6848780	0	100	0
Public- Institutions	E-Voting	246912	133520	54.08	133520	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	246912	133520	54.08	133520	0	100	0
Public- Non Institutions	E-Voting	2030022	53	0.00	53	0	100	0
	Poll		594	0.03	594	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	2030022	647	0.03	647	0	100	0
Total		9347732	6982947	74.70	6982947	0	100	0

Note: 22 ballots were invalid.



Resolution No. 5: Approval of Material Related Party Transactions with Lumax Auto Technologies Limited

Resolution required: (Ordinary/ Special)					Ordinary			
Whether promoter/ promoter group are interested in the agenda/ resolution?					Yes, being Lumax Auto Technologies the group Company			
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	7070798	3343381	47.28	3343381	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	7070798	3343381	47.28	3343381	0	100	0
Public- Institutions	E-Voting	246912	133520	54.08	133520	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	246912	133520	54.08	133520	0	100	0
Public- Non Institutions	E-Voting	2030022	53	0.00	53	0	100	0
	Poll		594	0.03	594	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	2030022	647	0.03	647	0	100	0
Total		9347732	3477548	37.20	3477558	0	100	0

Note: 22 ballots were invalid. The promoters belonging to DK Jain group abstained from voting as they were interested in the resolution.



Resolution No.6: Approval of Material Related Party Transactions with Stanley Electric Co. Ltd.

Resolution required: (Ordinary/ Special)					Ordinary			
Whether promoter/ promoter group are interested in the agenda/ resolution?					Yes, Stanley Electric Co. Ltd., being the Technical and Financial Collaborator			
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	7070798	3505399	49.58	3505399	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	7070798	3505399	49.58	3505399	0	100	0
Public- Institutions	E-Voting	246912	133520	54.08	133520	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	246912	133520	54.08	133520	0	100	0
Public- Non Institutions	E-Voting	2030022	53	0.00	53	0	100	0
	Poll		594	0.03	594	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	2030022	647	0.03	647	0	100	0
Total		9347732	3639566	38.94	3639566	0	100	0

Note: 22 ballots were invalid. Stanley Electric Co. Ltd., being the interested party, abstained from voting.



Resolution No. 7: Appointment of Mr. Tadayoshi Aoki as Senior Executive Director of the Company

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	7070798	6848780	96.86	6848780	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	7070798	6848780	96.86	6848780	0	100	0
Public- Institutions	E-Voting	246912	133520	54.08	109812	23708	82.24	17.76
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	246912	133520	54.08	109812	23708	82.24	17.76
Public- Non Institutions	E-Voting	2030022	53	0.00	53	0	100	0
	Poll		594	0.03	594	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	2030022	647	0.03	647	0	100	0
Total		9347732	6982947	74.70	6959239	23708	99.66	0.34

Note: 22 ballots were invalid.



Resolution No. 8 Appointment of Mr. Vineet Sahni as Senior Executive Director of the Company.

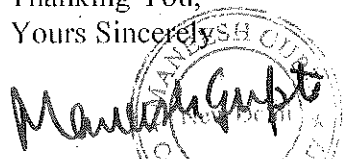
Resolution required: (Ordinary/ Special)					Ordinary			
Whether promoter/ promoter group are interested in the agenda/ resolution?					No			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes- in favour (4)	No. 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	7070798	6848780	96.86	6848780	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	7070798	6848780	96.86	6848780	0	100	0
Public-Institutions	E-Voting	246912	133520	54.08	133520	0	100	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	246912	133520	54.08	133520	0	100	0
Public- Non Institutions	E-Voting	2030022	53	0.00	53	0	100	0
	Poll		594	0.03	594	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	2030022	647	0.03	647	0	100	0
Total		9347732	6982947	74.70	6982947	0	100	0

Note: 22 ballots were invalid.

List of equity shareholders who voted for and against are attached with this report.

The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe custody.

Thanking You,
Yours Sincerely


C.S. Maneesh Gupta
Scrutinizer

C.P. No. 2945

Place: New Delhi

Dated: July 20, 2018