P. P. AGARWAL & CO. Company Secretaries

C.F. No. IF

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of 32nd Annual general Meeting of Competent Automobiles Company Limited held on 29th August 2017 at 10:00 A.M. at Bliss Hall, Country Inn & Suites, Plot No. 579, Main Chattarpur Road, Satbari, New Delhi – 110030

Dear Sir,

- Sub: Consolidated Scrutinizer's Report on remote e-voting and on physical ballot pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as amended, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, at the 32nd Annual General Meeting of the members of Competent Automobiles Company Limited held on 29th August 2017 at 10.00 A. M.
- I, Pramod Prasad Agarwal, proprietor of M/s. P. P. Agarwal & Co., Company Secretaries, appointed as scrutinizer by the Board of Directors of M/s. Competent Automobiles Company Limited ("the Company") pursuant to Section 108 of the Companies Act. 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to scrutinize the votes cast by the Remote evoting process and physical polling paper at the Annual General Meeting (AGM) held on Tuesday, the 29th August, 2017.
- 2. The management of the Company is responsible to ensure the compliance of the requirements of the Companies Act, 2013 and related Rules in respect of voting through

electronic means (i.e. by remote e-voting and voting by poll using polling paper at the AGM for resolutions contained in the Notice to the 32nd Annual General Meeting of the Company.

Our responsibility as scrutinizer for the voting process i.e. voting through electronics means comprising of remote e-voting and voting by poll using polling paper at the AGM is restricted to make a consolidated Scrutinizer's Report on the total vote east "In favour" or "against" the resolutions contained in the Notice, based on the reports generated from the evoting system provided by National Securities Depository Limited (NSDL), the Agency authorized under the Rules and engaged by the Company to Provide e-voting facility through electronic means and Poll using polling paper at the AGM.

3. We have issued separate Scrutinizer's Reports dated 29th August. 2017 for votes cast through remote e-voting and by Poll using polling papers at the AGM on the resolutions contained in the Notice. We submit herewith our Consolidated Report on the results of voting at the AGM, as under:-

		st in favour of resolution		ast against the esolution	Invalid votes
ltem no. of the notice/ Resolution	Nos.	% of total number of valid votes cast (favour and against)	Nos.	% of total number of valid votes cast (favour and against)	Nos.
ORDINARY	+			8.000	
BUSINESS					
Item No. 1 : To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended on 31 st March, 2017 together with reports of the Directors and the Auditors thereon,	3862597	3862597			22
(Ordinary Resolution)					
Item No. 2 : To declare dividend on equity shares.	3862597	3862597	-	-	22
(Ordinary resolution)					

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		st in favour of resolution		ast against the esolution	Invalid votes
ltem no. of the notice/ Resolution	Nos.	% of total number of valid votes cast (favour and against)	Nos.	% of total number of valid votes cast (favour and against)	Nos.
Item No. 3: To appoint a Director in place of Mrs. Kavita Ahuja. who retires by rotation and being eligible, offers herself for re- appointment.	83917	83917	-	-	22
(Ordinary Resolution)					
Item No. 4: To appoint Auditors and fix their remuneration	3862597	3862597	-	-	22
(Ordinary resolution)					

- 4. In view of the above results, all the four resolutions put up for voting at the 32nd AGM of the Company stands passed with requisite majority and the Chairman may declare the results accordingly.
- 5. The Electronic data and all other relevant records relating to the e-voting and poll shall be handed over to the company secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

Yours faithfully, For F.P. Agarwal & Co. pRWCompany Secretaries New Dolhi L C.P. No. 10566 (Pramod Prasad Agarwal) NY Se

(Pramod Prasad Agarwal) FCS 4955, CP No. 10566 Place: New Delhi Date: 29.08.2017

ounter Signed by

¹ Ravi Arora (Company Secretary)

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FORM NO. MGT 13

Report of Scrutinizer (Polling paper)

(Purshant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014.

To,

The Chairman of 32nd Annual general Meeting of Competent Automobiles Company Limited held on 29th August 2017 at 10:00 A.M. at Bliss Hall, Country Inn & Suites, Plot No. 579, Main Chattarpur Road, Satbari, New Delhi – 110030

Dear Sir,

I Pramod Prasad Agarwal of M/s. P.P. Agarwal & Co., Company Secretaries, appointed as scrutinizer for the purpose of the Poll taken on the below mentioned resolutions, at the 32nd annual general meeting of the equity shareholders of Competent Automobiles Company Limited held on 29th August, 2017 at 10.00 A.M. at Bliss Hall. Country Inn & Suites, Plot No. 579, Main Chattarpur Road, Satbari, New Delhi – 110030 submit our report as under:

- 1. After the time fixed for closing of the Poll by the Chairman, the ballot box kept for polling was locked in my presence with due identification marks placed by me.
- The locked ballot box was 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 Agent of the Company and the authorizations/ proxies lodged with the Company.
- 3. Two Poll Papers were invalid.
- 4. The result of the Poll is as under:

Item No. 1:

To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended on 31st March, 2017 together with reports of the Directors and the Auditors thereon:

(Ordinary Resolution)

(I) Voted in favour of 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
42	3070	100

(11) 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
2	22

Item No. 2:

To declare dividend on equity shares:

(Ordinary Resolution)

(I) Voted in favour of 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
42	3070	100

(II) Voted against of 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 east by them
2	22

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Item No: 3:

To appoint a Director in place of Mrs. Kavita Ahuja, who retires by rotation and being eligible, offers herself for re-appointment:

(Ordinary Resolution)

(I) Voted in favour of 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
42	3070	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
2	22

Item No: 4:

To appoint Auditors and to fix their remuneration:

(Ordinary Resolution)

(I) Voted in favour of 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 east
42	3070	100

(II) Voted against of the resolution

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



(III) Invalid Votes

Total number of members (In person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	22

- 5. A List of equity shareholders who voted "For" or "Against" the resolutions is enclosed. There were twenty Two invalid votes.
- 6. The poll papers and all other relevant records were sealed and shall be handed over to the company secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

Yours faithfully, For P. Agarwal & Co. 210 Company Secretaries itinar Dolbi C.P. No. 10558 (P.P. Agarwal) FCS 4955. CP No. 10566

Place: New Delhi Date: 29.08.2017

Report of Scrutinizer - (E-Voting)

(E-voting: EVEN: 106629)

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (3) of the Companies (Management and Administration) Rules, 2014)

To,

.

The Chairman of 32nd Annual General Meeting of Competent Automobiles Company Limited held on 29th August 2017 at 10:00 A.M. at Bliss Hall, Country Inn & Suites, Plot No. 579, Main Chattarpur Road, Satbari, New Delhi – 110030

Dear Sir,

- I Pramod Prasad Agarwal of M/s. P.P. Agarwal & Co., Company Secretaries, appointed as scrutinizer by the Board of Directors of Competent Automobiles Company Limited (CIN: L34102DL1985PLC020668) for the purpose of Scrutinizing the voting process through electronics means including remote e-voting and ascertaining the requisite majority on evoting carried out as per provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations. 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India on the resolutions contained in the notice to the 32nd annual general meeting of the Company held on 29th August 2017 at 10:00 A.M. at Bliss Hall, Country Inn & Suites, Plot No. 579, Main Chattarpur Road, Satbari, New Delhi – 110030.
- 2. Our responsibility as scrutinizer for the e-voting process is restricted to making a Scrutinizer's Report for the votes cast "In Favour" or "Against" the resolutions contained in the Notice stated above based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency appointed by the Company.
- 3. Further to the above, we submit our report as under:
 - (a) The e-voting period remained open from August 26, 2017 at 09:00 A.M. (IST) to August 28, 2017 at 5.00 P.M. (IST)



- (b) The members of the Company as on "cut-off date" i.e. August 22, 2017 were entitled to vote on the resolution (items 1 to 4) set out in the notice of the 32nd AGM.
- (c) The votes cast were unblocked on August 29. 2017 after counting the votes cast at the meeting, in the presence of 2 witnesses who are not in the employment of the Company (Annexure A).
- (d) Thereafter, the details containing, *inter alia*, list of equity shareholders who voted "For" or "Against" each resolution that were put to vote were generated from the e-voting website of National Securities Depository Limited (NSDL), and based on such reports generated, the result of the e-voting is as under:

Item No. 1:

To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended on 31st March, 2017 together with reports of the Directors and the Auditors thereon:

(Ordinary Resolution)

(1) Voted in favour of 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
11	3859527	100

(11) Voted against the resolution

Number of members present and voting (In	Number of votes cast by them	% of total number of valid votes cast
person or by proxy)	2011 eff. a management	

(III) Invalid Votes

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

jė.



Item No. 2:

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To declare dividend on equity shares:

(Ordinary Resolution)

(1) Voted in favour of 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
11	3859527	100

(II) Voted against of the resolution

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

(III) Invalid Votes.

Total number of votes cast by them
÷

Item No: 3:

To appoint a Director in place of Mrs. Kavita Ahuja, who retires by rotation and being eligible, offers herself for re-appointment:

(Ordinary Resolution)

(1) Voted in favour of the resolution

Number of members present and voting (In person or by proxy)	Number of votes east by them	% of total number of valid votes cast
10	80847	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
2	-	- An
		New Jolli

(III) Invalid Votes

Total number of members (In person or by proxy) whose votes were declared invalid	Total number of votes cast by them
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Item No: 4:

To appoint Auditors and to fix their remuneration:

(Ordinary Resolution)

(I) Voted in favour of 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
11	3859527	100

(II) Voted against of 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
-	-

Thanking you,

Yours faithfully. For P. R. Agarwal & Co. Company Secretaries (Pramod Prasad Agarwal) FCS 4955. CP No. 10566 Place: New Delhi Date: 29.08.2017

Annexure -A

The e-votes cast on resolutions stated in the Notice of AGM of Competent Automobiles Company Limited (CIN L34102DL1985PLC020668) held on 29th August 2017 at 10:00 A.M. at Bliss Hall, Country Inn & Suites, Plot No. 579, Main Chattarpur Road, Satbari, New Delhi – 110030 were unblocked in our presence. We confirm that we are not in the employment of the Company:

Witnesses: Signature Name and Address: XANJAJ VERMA BHADURSHAH JAFAA MARG ZZO DECHI MTH FLOOR 2. Signature varshelt Name and Address: J-232, DAKSHINPURI, DR. ANBEDKAR NAVAR SEC-5 HMA For P. P. Agarwal & Co. Company Secretaries New Delhi C.P. No. 10565 Pany Secre (Pramod Prasad Agarwal) FCS 4955, CP No. 10566 Place: New Delhi

Date: 29.08.2017