

P. P. AGARWAL & CO.
Company Secretaries

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NEW DELHI - 110065
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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

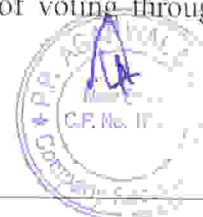
held on 29th August 2017 at 10:00 A.M.

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.

1. 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 e-voting 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 scrutinizier 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 cast "In favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting 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:-

Item no. of the notice/ Resolution	Votes cast in favour of the resolution		Votes cast against the resolution		Invalid votes
	Nos.	% of total number of valid votes cast (favour and against)	Nos.	% of total number of valid votes cast (favour and against)	Nos.
<u>ORDINARY BUSINESS</u> 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. (Ordinary Resolution)	3862597	3862597	-	-	22
Item No. 2: To declare dividend on equity shares. (Ordinary resolution)	3862597	3862597	-	-	22



Item no. of the notice/ Resolution	Votes cast in favour of the resolution		Votes cast against the resolution		Invalid votes
	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. (Ordinary Resolution)	83917	83917	-	-	22
Item No. 4: To appoint Auditors and fix their remuneration (Ordinary resolution)	3862597	3862597	-	-	22

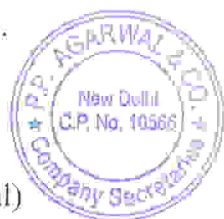
4. In view of the above results, all the four resolutions put up for voting at the 32nd AGM of the Company stands passed with requisite majority and the Chairman may declare the results accordingly.
5. The Electronic data and all other relevant records relating to the e-voting and poll shall be handed 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 P. P. Agarwal & Co.
Company Secretaries

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



Counter Signed by

(Signature)
Ravi Arora
(Company Secretary)

Summary of the Voting at AGM 2017 Unit: Competent Automobiles Co. Limited

Voting by remote e-Voting											
Resolution No.	No. of Shares held	No. of Valid votes cast	In favour of the Resolution			Against the resolution			Invalid Votes		
			No. of Members voted	No. of votes cast	% of valid votes cast	No. of Members voted	No. of votes cast	% of valid votes cast	No. of Members voted	No. of votes cast	% of valid votes cast
1	3859527	3859527	13	3859527	100	0	0	0	0	N.A.	N.A.
2	3859527	3859527	11	3859527	100	0	0	0	0	N.A.	N.A.
3	80847	80847	10	80847	100	0	0	0	0	N.A.	N.A.
4	3859527	3859527	11	3859527	100	0	0	0	0	N.A.	N.A.

Voting by Polling paper											
Resolution No.	No. of Shares held	No. of Valid votes cast	In favour of the Resolution			Against the resolution			Invalid Votes		
			No. of Members voted	No. of votes cast	% of valid votes cast	No. of Members voted	No. of votes cast	% of valid votes cast	No. of Members voted	No. of votes cast	% of valid votes cast
1	3070	3070	42	3070	100	0	0	0	2	22	0.72
2	3070	3070	42	3070	100	0	0	0	2	22	0.72
3	3070	3070	42	3070	100	0	0	0	2	22	0.72
4	3070	3070	42	3070	100	0	0	0	2	22	0.72

Consolidated Results											
Resolution No.	No. of Shares held	No. of Valid votes cast	In favour of the Resolution			Against the resolution			Invalid Votes		
			No. of Members voted	No. of votes cast	% of valid votes cast	No. of Members voted	No. of votes cast	% of valid votes cast	No. of Members voted	No. of votes cast	% of valid votes cast
1	3862597	3862597	53	3862597	100	0	0	0	2	22	0.0057
2	3862597	3862597	53	3862597	100	0	0	0	2	22	0.0057
3	83917	83917	52	83917	100	0	0	0	2	22	0.026216
4	3862597	3862597	53	3862597	100	0	0	0	2	22	0.0057



FORM NO. MGT 13

Report of Scrutinizer (Polling paper)

(Pursuant 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.
2. 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

(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. 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 cast by them
2	22



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 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 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. P. Agarwal & Co.
Company Secretaries

(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,

1. 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 e-voting 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)

(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** 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
-	-



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
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
-	-

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
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
-	-	-



(III) Invalid Votes

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

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

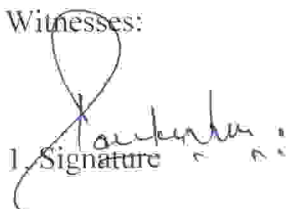
Date: 29.08.2017



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:

1. 
Signature

Name and Address:

MANOJ VERMA
BHADUR SHAH ZAFAR MARG 720 DEEN
4TH FLOOR

2. Signature



Name and Address:

3-232, DAKSHIN PURI,
DR. ANBEDKAR NAYAR
SEC-5

For P. P. Agarwal & Co.
Company Secretaries



(Pramod Prasad Agarwal)

FCS 4955, CP No. 10566

Place: New Delhi

Date: 29.08.2017

