

H. P. Sanghvi & Company

Company Secretaries

306-308, K Building, W. H. Marg, Ballard Estate, Fort, Mumbai- 400 001
Phone: 022-4002 1712 , 022-2263 1149: e-mail: hpsanghivico@gmail.com

The Chairman

12th Annual General Meeting of the Equity Shareholders of
Hilton Metal Forging Limited

Held on the 28th September, 2017 at 701 Palm Spring, Link Road, Malad (West),
Mumbai-400064 at 04.00 P.M

Dear Sir,

Re: Consolidated Report on voting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the rules framed thereunder

1. I, Haresh Sanghvi of H P Sanghvi & Co., Company Secretaries in practice, Mumbai, has been appointed by the Board of Directors of **Hilton Metal Forging Limited** ("the Company") at its meeting held on 11th August, 2017 for the purpose of:
 - i. Scrutinizing the e-voting process under the provisions of section 108 of the Companies Act, 2013 and the rules framed thereunder; and
 - ii. Voting through Ballot paper under the provisions of section 109 of the Companies Act, 2013 and the rules framed thereunder

on the resolutions contained in the Notice of the 12th Annual General Meeting (AGM) of the Equity shareholders of the Company held on the 28th September, 2017 at 701 Palm Spring, Link Road, Malad (West), Mumbai-400064 at 04.00 P.M.

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to e-voting and voting by Ballot papers on the resolution contained in the notice of 12th AGM of the members of the Company. My responsibility as a scrutinizer for the e-voting process and voting by Ballot papers at the AGM are restricted to ensure that the voting process by e-voting and voting by Ballot papers 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 generated on voting by Ballot papers at the AGM.
3. I have issued separate Scrutinizer's report dated 29th September, 2017 for the remote e-voting and on the voting by Ballot papers at the AGM on the resolutions contained in the Notice of the AGM.



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4. I submit herewith my consolidated Scrutinizer's Report on the results of voting through remote e-voting and voting by Ballot papers at the AGM as under:

Item No. 1: Adoption of the Audited Financial Statements and Reports thereon for the year ended March 31, 2017

Particulars	Remote E-Votes		Voting at AGM		Total		%
	Number	Votes	Number	Votes	Number	Votes	
Assent	9	2681	31	70492	40	73173	100.00
Dissent	1	1	-	-	1	1	00.00
Invalid Votes / Abstained from voting	-	-	-	-	-	-	-
Total	10	2682	31	70492	41	73174	100.00

Item No. 2: Re-appointment of Mr. Navraj Hiralal Malhotra (DIN 00225183) as Director who retires by rotation

Particulars	Remote E-Votes		Voting at AGM		Total		%
	Number	Votes	Number	Votes	Number	Votes	
Assent	9	2681	31	70492	40	73173	100.00
Dissent	1	1	-	-	1	1	00.00
Invalid Votes / Abstained from voting	-	-	-	-	-	-	-
Total	10	2682	31	70492	41	73174	100.00

Item No. 3: Appointment of R. Jaitlia & Co., (Firm Registration No. 117246W), Chartered Accountants, Mumbai and to fix their remuneration.

Particulars	Remote E-Votes		Voting at AGM		Total		%
	Number	Votes	Number	Votes	Number	Votes	
Assent	9	2681	31	70492	40	73173	100.00
Dissent	1	1	-	-	1	1	00.00
Invalid Votes / Abstained from voting	-	-	-	-	-	-	-
Total	10	2682	31	70492	41	73174	100.00



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Item No. 4: Ratification of remuneration of Cost Auditors for F.Y.17-18.

Particulars	Remote E-Votes		Voting at AGM		Total		%
	Number	Votes	Number	Votes	Number	Votes	
Assent	9	2681	31	70492	40	73173	100.00
Dissent	1	1	-	-	1	1	00.00
Invalid Votes / Abstained from voting	-	-	-	-	-	-	-
Total	10	2682	31	70492	41	73174	100.00

Item No. 5: Adoption of new set of Articles of Association.

Particulars	Remote E-Votes		Voting at AGM		Total		%
	Number	Votes	Number	Votes	Number	Votes	
Assent	9	2681	31	70492	40	73173	100.00
Dissent	1	1	-	-	1	1	00.00
Invalid Votes / Abstained from voting	-	-	-	-	-	-	-
Total	10	2682	31	70492	41	73174	100.00

Item No. 6: Service of Documents to the members

Particulars	Remote E-Votes		Voting at AGM		Total		%
	Number	Votes	Number	Votes	Number	Votes	
Assent	9	2681	31	70492	40	73173	100.00
Dissent	1	1	-	-	1	1	00.00
Invalid Votes / Abstained from voting	-	-	-	-	-	-	-
Total	10	2682	31	70492	41	73174	100.00



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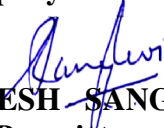
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5. I hereby confirm that I am maintaining the registers received from the service providers both electronically / manually, in respect of the votes cast through e-voting and voting by Ballot papers at the AGM by the shareholders of the Company. I shall be arranging to handover this record to the director or such other person as authorized by the Board for safe keeping.

H. P. SANGHVI & COMPANY
Practising Company Secretaries




HARESH SANGHVI
Proprietor
CoP No. 3675/ FCS 2259

Place: Mumbai

Date : 29th September, 2017