



Scrutinizer's Report

To,
The Chairman
Superior Industrial Enterprises Limited
25 Bazar Lane, Bengali Market, New Delhi-110001

Dear Sir,

- 1) The Board of Directors of the Company at its meeting held on August 05, 2014 has appointed me as the Scrutinizer for conducting the postal ballot voting process and E-voting process seeking members consent for passing a Special Resolution for inter corporate guarantee given by the Company u/s 186 of the Companies Act, 2013 in respect of the loan taken by M/s HAL Offshore Limited from Punjab National Bank.
- 2) I submit my report as under:
 - (i) The Company has completed on September 13, 2014 the dispatch of postal ballot forms alongwith postage prepaid business reply envelope to its members whose name(s) appeared on the Register of Members/List of beneficiaries as on August 22, 2014.
 - (ii) The e-voting commenced from September 21, 2014 (09:00 A.M.) and ended on October 20, 2014 (6:00 P.M.)
 - (iii) Particulars of all postal ballot forms received from the members have been entered in a register separately maintained for the purpose.
 - (iv) I have downloaded the data of e-voting after the E-voting module was disabled by the Central Depository Services Limited (CDSL) on October 20, 2014 at 6:00P.M.
 - (v) The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
 - (vi) The ballot boxes were opened on October 20, 2014 at 6:00P.M. in presence of two witnesses, not in the employment of the Company.
 - (vii) The postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched/ confirmed with the Register of Members of the company/ List of beneficiaries as on August 22, 2014.
 - (viii) The e-voting data was scrutinized by me for verification of votes cast in favour and against the Resolution.
 - (ix) All postal ballot forms received on October 20, 2014 upto 6:00P.M., the last date and time fixed by the company for receipt of the forms, were considered for my scrutiny.
 - (x) Envelopes containing postal ballot forms received after 6:00P.M. on October 20, 2014 were not considered for my scrutiny.
 - (xi) No postal ballot forms were returned from postal authorities.
 - (xii) I did not find any defaced or mutilated ballot paper.



3) A summary of the postal ballot forms received is given below:

S.No.	Particulars	No. of postal ballot forms	No. of shares	% to the total shares representing valid votes
(a)	1. Total postal ballot forms received.	16	5369016	
	2. Total E-voting options received	5	40500	
	Total (1+2)	21	5409516	100
(b)	Less: Invalid postal ballot forms	(Nil)	(Nil)	(Nil)
(c)	1. Net valid postal ballot forms (As per register)	16	5369016	
	2. Net E-voting options	5	40500	
	Total (1+2)	21	5409516	100
(d)	1. Postal ballot forms with assent for the resolution	16	5369016	
	2. E-voting Options with assent for the resolution	5	40500	
	Total (1+2)	21	5409516	100
(e)	1. Postal ballot forms with dissent for the resolution	Nil	Nil	
	2. E-voting Options with dissent for the resolution	Nil	Nil	
	Total (1+2)	Nil	Nil	Nil
(f)	Postal ballot forms with not voted for/against the Resolution	0	0	0

- 4) The Resolution accordingly stand passed with requisite majority.
 5) I have handed over the postal ballot forms and other related papers/ Registers and records for safe custody to Mr. R S Shukla, CFO of the Company who is authorized by the Board to supervise the postal ballot process and E-voting process.
 6) You may accordingly declare the result of voting by postal ballot and E-voting.

Thanking you,

True Regards,
 For Gaurav A Jain & Associates
 Chartered Accountants
 F R No. 022339N


 Gaurav Jain

(Scrutinizer for the Postal Ballot & E-voting Process)
 M. No. 512348

Date: October 22, 2014
 Place: New Delhi