

# Shantai Industries Limited

(formerly known as Wheel and Axle Textiles Limited)

Reg. Office : 820, Golden Point, Nr. Telephone Exchange, Begumpura, Falsawadi,  
Ring Road, Surat - 395003. Ph: 0261 - 2455425 - 2455426

Branch/ Godown :- 435, Sawlani Silk Mills Compound, G.I.D.C., Pandesara, Surat (India)

Phone : 0261 - 2891991 to 994 Fax : 0261 - 2891994

E-mail: [shantaiindustriesltd@gmail.com](mailto:shantaiindustriesltd@gmail.com) \* PAN : AAACW2140E \* CIN : L74110GJ1988PLC013255

Date: 26/09/2020

To,  
BSE Ltd.  
P.J. Towers, Dalal Street,  
Mumbai - 400001

**Subject: Submission of Report of Scrutinizer and Consolidated Report on E-voting and poll at Annual General Meeting of Shantai Industries Limited.**

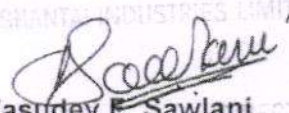
**Ref.: Scrip Code: 512207, Stock Code: SHANTAI**

We enclose herewith Report of Scrutinizer along with Consolidated Report on E-voting and Poll at Annual General Meeting of Shantai Industries Limited.

Kindly take the same on record and confirm.

Thanking You,

**For Shantai Industries Limited**  
(Formerly known as Wheel And Axle Textiles Limited)

  
**Vasudev F. Sawlani**  
(DIN: 00831830)  
Managing Director



**FORM No. MGT-13**

**Report of Scrutinizer(s)**

*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the  
Companies (Management and Administration) Rules, 2014]*

To,  
**The Chairman**  
**Shantai Industries Limited**

**Annual General Meeting of the Equity Shareholders of Shantai Industries Limited  
(Formerly Known As Wheel And Axle Textiles Limited) Held on 26/09/2020 at 435,  
Sawhani Silk Mills Compound, G.I.D.C, Pandesara, Surat 394221**

Dear Sir,

I Kunjal Dalal Proprietor of M/s. K. Dalal & Co., Practicing Company Secretaries have been appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Equity Shareholders of Shantai Industries Limited (Formerly Known As Wheel And Axle Textiles Limited) held on 26/09/2020 at 435, Sawhani Silk Mills Compound, G.I.D.C, Pandesara, Surat 394221 submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were 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 Agents of the Company and the authorizations / 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 result of the Poll is as under:

**(a) Resolution No. 1**

**Adoption of Audited Financial Statement and the reports of the Board of Directors and Auditors thereon for the financial year ended 31/03/2020.**







205, 'Pawan Hans', B/h. Chamunda Restaurant, Sub Jail Char Rasta, Ring Road, Surat-395 002.

(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
29	1123669	100%

(2) 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
0	0	0

(3) Invalid Votes

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

(b) Resolution No. 2

Reappointment of Shri Vasudev Fatandas Sawlani as director

(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
29	1123669	100%

(2) 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
0	0	0

(3) Invalid Votes

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

(c) Resolution No. 3

Appointment of Smt. Vandanaben Satishbhai Dalal (DIN: 08779138) as Independent Director





(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
29	1123669	100%

(2) 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
0	0	0

(3) Invalid Votes

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

(d) Resolution No. 4

Re-appointment of Shri Vasudev Fatandas Sawlani (DIN: 00831830) as Managing Director

(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
29	1123669	100%

(2) 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
0	0	0

(3) Invalid Votes

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0





(e) Resolution No. 5

Re-appointment Shri Harishbhai Fatandas sawlani (DIN: 00831848) as Managing Director

(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
29	1123669	100%

(2) 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
0	0	0

(3) Invalid Votes

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

5. A statement containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Director authorized by the Board for safe keeping.

Thanking you  
Yours faithfully

Place: Surat  
Date: 28/09/2020  
UDIN: F003530B000793033

For K. Dalal & Co.  
Company Secretaries



*K. A. Dalal*

Kunjai Dalal  
Proprietor  
C.P. No. 3863





To,

The Chairman

**SHANTAI INDUSTRIES LIMITED**

(Formerly Known as Wheel and Axle Textiles Limited)

820, Golden Point, Nr Telephone Exchange Begampura,

Falsawadi, Ring Road, Surat 395003

Dear Sir,

**Sub.: Consolidated Report on E voting and poll at Annual General Meeting**

I, Kunjal Dalal, Proprietor M/s K. Dalal & Co., Practicing Company secretaries have been appointed by the Board of Directors of **Shantai Industries Limited** (Formerly Known as Wheel and Axle Textiles Limited), as scrutiniser for the purpose of scrutinising the e-voting process along with postal ballot forms and for ascertaining the requisite majority on e-voting carried out as per the provisions of section 108 of the Companies Act 2013 read with rule 20(3)(xi) of the Companies (Management and Administration) Rules 2014 on resolutions contained in the notice of Thirty- Fifth Annual General Meeting of members of Shantai Industries Limited (Formerly Known as Wheel and Axle Textiles Limited), to be held on Saturday, 26<sup>th</sup> September, 2020 at Surat.

I was also assigned work of acting as scrutiniser at the poll taken at Annual General Meeting.

The management of the company is responsible to ensure the compliance with the requirement of the relevant provisions of the Companies Act, 2013 and rules relating to same in relation to voting through electronic means on resolutions contained in the notice of Annual General Meeting to be held on 26<sup>th</sup> September, 2020. My responsibility as scrutiniser for e-voting process is restricted to make scrutinisers report of votes cast in favour or against the resolutions and invalid votes based on reports generated from e-voting system provided by Central Depository Services (India) Limited the Registrar and Share Transfer Agents of Shantai Industries Limited and authorised to provide e-voting facility engaged by the company.

I submit my consolidated report on e-voting and voting on poll at Annual general Meeting:

**1. Adoption of financial Statements**

To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon and in this regard, pass the following resolution as an Ordinary Resolution:





205, 'Pawan Hans', B/h. Chamunda Restaurant, Sub Jail Char Rasta, Ring Road, Surat-395 002.

**RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted

Particulars of Votes cast

Mode	Ballots received	Total Shares	Favour		Against		Invalid	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	14	110	14	110	0	0	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	29	1123669	29	1123669	0	0	0	0
<b>Total</b>	<b>43</b>	<b>1123779</b>	<b>43</b>	<b>1123779</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

## 2. Reappointment of Shri Vasudev Fatandas Sawlani (DIN: 00831830) as Director

To appoint Shri Vasudev Fatandas Sawlani (DIN: 00831830), who retires by rotation as a Director and in this regard, pass the following resolution as an **Ordinary Resolution**:

**RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Shri Vasudev Fatandas Sawlani (DIN: 00831830), who retires by rotation at this meeting and being eligible has offered himself for reappointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.

Particulars of Votes cast

Mode	Ballots received	Total Shares	Favour		Against		Invalid	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	14	110	13	103	1	7	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	29	1123669	29	1123669	0	0	0	0
<b>Total</b>	<b>43</b>	<b>1123779</b>	<b>42</b>	<b>1123772</b>	<b>1</b>	<b>7</b>	<b>0</b>	<b>0</b>

## 3. Appointment of Smt. Vandanaben Satishbhai Dalal (DIN: 08779138) as Independent Director

To appoint Smt. Vandanaben Satishbhai Dalal (DIN: 08779138) as Independent Director and in this regard, pass the following resolution as an **Ordinary Resolution**.

**RESOLVED THAT** pursuant to the provisions of sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, Smt. Vandanaben Satishbhai Dalal (DIN: 08779138) be and is hereby appointed as Independent Director of the company, not liable to retire by rotation and to hold office for a term of 5 (Five) consecutive years on the Board of the Company.







Particulars of Votes cast

Mode	Ballots received	Total Shares	Favour		Against		Invalid	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	14	110	13	103	1	7	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	29	1123669	29	1123669	0	0	0	0
<b>Total</b>	<b>43</b>	<b>1123779</b>	<b>42</b>	<b>1123772</b>	<b>1</b>	<b>7</b>	<b>0</b>	<b>0</b>

4. Re-appointment of Shri Vasudev Fatandas Sawlani (DIN: 00831830) as Managing Director

To re-appoint Shri Vasudev Fatandas Sawlani (DIN: 00831830) as Managing Director and in this regard, pass the following resolution as an **Ordinary Resolution**:

**RESOLVED THAT** in accordance with the provisions of Sections 196 and 197 read with Schedule V and all other applicable provisions of Companies Act, 2013, the members of the Company hereby re-appoint Shri Vasudev Fatandas Sawlani (whose term of appointment as Managing Director expires on 03/11/2020) as Managing Director with effect from 04/11/2020 for five years at a Remuneration within the limits set out in Part -II of Schedule V of The Companies Act, 2013 and perquisites within the limits set out in section IV of Part- II of Schedule V of The Companies Act, 2013.

**RESOLVED FURTHER THAT** where in any financial year during the currency of tenure of the Managing Director the Company has no profits or its profits are inadequate, Shri Vasudev Fatandas Sawlani shall be entitled to receive above remuneration including perquisites as minimum remuneration in accordance with the provision of Section 197 read with Schedule V to Companies Act, 2013 or as may be applicable from time to time.

**RESOLVED FURTHER THAT** the terms and conditions of the appointment may be altered and varied from time to time by the Committee approved by the Board as it may in its discretion deem fit within the maximum amount payable to the Managing Director in accordance with Schedule V to the Companies Act 2013, other relevant provision of the Companies Act, 2013 as may be applicable form time to time.

Particulars of Votes cast

Mode	Ballots received	Total Shares	Favour		Against		Invalid	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	14	110	13	103	1	7	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	29	1123669	29	1123669	0	0	0	0
<b>Total</b>	<b>43</b>	<b>1123779</b>	<b>42</b>	<b>1123772</b>	<b>1</b>	<b>7</b>	<b>0</b>	<b>0</b>







**5. Re-appointment of Shri Harishbhai Fatandas Sawlani (DIN: 00831848) as Managing Director**

To re-appoint Shri Harishbhai Fatandas Sawlani (DIN: 00831848) as Managing Director and in this regard, pass the following resolution as an Ordinary Resolution.

**RESOLVED THAT** in accordance with the provisions of Sections 196 and 197 read with Schedule V and all other applicable provisions of Companies Act, 2013, the members of the Company hereby re-appoint Shri Harishbhai Fatandas Sawlani (whose term of appointment as Managing Director expires on 03/11/2020) as Managing Director with effect from 04/11/2020 for five years at a Remuneration within the limits set out in Part -II of Schedule V of The Companies Act, 2013 and perquisites within the limits set out in section IV of Part- II of Schedule V of The Companies Act, 2013.

**RESOLVED FURTHER THAT** where in any financial year during the currency of tenure of the Managing Director the Company has no profits or its profits are inadequate, Shri Harishbhai Fatandas Sawlani shall be entitled to receive above remuneration including perquisites as minimum remuneration in accordance with the provision of Section 197 read with Schedule V to Companies Act, 2013 or as may be applicable from time to time.

**RESOLVED FURTHER THAT** the terms and conditions of the appointment may be altered and varied from time to time by the Committee approved by the Board as it may in its discretion deem fit within the maximum amount payable to the Managing Director in accordance with Schedule V to the Companies Act 2013, other relevant provision of the Companies Act, 2013 as may be applicable from time to time.

**Particulars of Votes cast**

Mode	Ballots received	Total Shares	Favour		Against		Invalid	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	14	110	13	103	1	7	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	29	1123669	29	1123669	0	0	0	0
<b>Total</b>	<b>43</b>	<b>1123779</b>	<b>42</b>	<b>1123772</b>	<b>1</b>	<b>7</b>	<b>0</b>	<b>0</b>

The physical ballot forms have been for safe custody to the Company Secretary / Director authorized by the Board.

You may accordingly declare the result of the voting.

Place: Surat  
Date: 28/09/2020  
UDIN: F003530B000790932



For K. Dalal & Co.  
Company Secretaries

*Kunjal Dalal*

Kunjal Dalal  
Proprietor  
C.P. No. 3863