



L. Dhanajay Reddy
B.Com.LL.B., ACS.

Report of Scrutinizer

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman

ASTRA MICROWAVE PRODUCTS LIMITED

ASTRA TOWERS, Survey No: 12 (Part)

Opp. CII Green Building, Hitech City, Kondapur

Hyderabad -500084

Dear Sir,

I, L. Dhanamjay Reddy, Proprietor of L.D.Reddy & Co., Practicing Company Secretary, have been appointed by the Board of Directors of **M/s. Astra Microwave Products Limited** (CIN: L29309TG1991PLC013203) as Scrutinizer for the purpose of Scrutinizing the e-voting process and ascertaining the requisite majority on e- voting carried as per the Provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 in a fair and transparent manner for the resolutions as contained in the notice of the Twenty Eighth Annual General Meeting of the Company held on Wednesday, 14th August, 2019 at 12.30 P.M. hereby submit my report as under:

The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the rules relating to voting through electronic means on the resolutions contained in the notice to the Twenty Eighth Annual General Meeting of the Company. My responsibility as a scrutinizer for the e- voting process is restricted to make a scrutinizer's report of the votes cast "in favor" "against" or remain "abstain/invalid" on the resolutions stated below, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e- voting facility engaged by the company.



1. The e-voting period begins on 11.08.2019 at 10.00 A.M.(IST) and ends on 13.08.2019 at 5.00 P.M (IST) on www.evotingindia.com
2. The share holders holding shares as on the cut-off i.e., 07.08.2019 were entitled to vote on the proposed resolutions stated in the Notice of Twenty Eighth Annual General Meeting of the Company.
3. The Votes were unblocked on 14.08.2019 at 01.30 P.M in the presence of two witnesses Mr. Amarnath and Mr. Radheshyam who are not in the Employment of the company, being unblocked at their presence.
4. The details containing interalia, list of Equity share holders, who voted "for", "against" or "abstain" on each of the resolution that were put to vote, were generated from the e-voting website of CDSL.
5. Based on the aforesaid the results of the e-voting are as under:

E-Voting (Ballot Details)

EVSN	190705009 for ASTRA MICROWAVE PRODUCTS LIMITED
ISIN	INE386C01029 -ASTRA MICROWAVE PRODUCTS LIMITED - EQUITY SHARES OF RS.2/- AFTER SPLIT
Nominal Value (Face Value)	Rs.2/-
Voting Rights (No. of shares equalling to a vote)	1(One)
Total Folios Voted	60



Item No.1

Ordinary Resolution, To receive, consider and adopt:

- a) Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019 together with the Reports of Board of Directors and Auditors thereon.
b) Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 together with the Reports of Auditors thereon.

(i) Voted in favour / Against /Abstain the resolution: .

	No. Shares Voted	% of Shares Voted
Voted in favour	17784093	99.98%
Voted Against	3195	0.02%
Abstain from Voting	0	0.00%
Total	17787288	100.00%

Item No.2

Ordinary Resolution, To declare a dividend on Equity Shares.

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	17800489	100%
Voted Against	10	0.00%
Abstain from Voting	0	0.00%
Total	17800499	100.00%

Item No.3

Ordinary Resolution, To appoint Mr. M.V.Reddy (DIN: 00421401), who retires by rotation as a Director and being eligible, offers himself for re-appointment.

(i) Voted in favour / Against /Abstain the resolution:



	No. Shares Voted	% of Shares Voted
Voted in favour	17797243	99.98%
Voted Against	3246	0.02%
Abstain from Voting	0	0.00%
Total	17800489	100.00%

Item No.4

Ordinary Resolution, To appoint Mr. Sunil Kumar Sharma (DIN: 03614952) as an Independent Director.

Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	17797243	99.98%
Voted Against	3246	0.02%
Abstain from Voting	0	0.00%
Total	17800489	100.00%

Item No.5

Ordinary Resolution, To appoint Ms. Kiran Dhingra (DIN: 00425602) as an Independent Director.

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	17797238	99.98%
Voted Against	3251	0.02%
Abstain from Voting	0	0.00%



Total	17800489	100.00%
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Item No.6

Ordinary Resolution, To appoint Mr. Atim Kbra (DIN:00003366) as a Non-Executive Director.

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	17797243	99.98%
Voted Against	3246	0.02%
Abstain from Voting	0	0.00%
Total	17800489	100.00%

Item No.7

Ordinary Resolution, To authorise the Board of Directors to pay Commission to the Non-Executive Directors of the Company under Section 197 and 198 of the Companies Act, 2013.

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	17797110	99.98%
Voted Against	3379	0.02%
Abstain from Voting	0	0.00%
Total	17800489	100.00%

Item No 8:

Ordinary Resolution, To re-classify Persons/Entities forming part of the Promoter Group from 'Promoter & Promoter Group Category' to 'Public Category':

(i) Voted in favour / Against /Abstain the resolution:



	No. Shares Voted	% of Shares Voted
Voted in favour	9191412	99.95%
Voted Against	4246	0.05%
Abstain from Voting	0	0.00%
Total	9195658	100.00%

Item No 9:

Special Resolution, Promotion and re-designation of Mr. S.Gurunatha Reddy, (DIN: 00003828) as the Managing Director of the company.

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	17797110	99.98%
Voted Against	3379	0.02%
Abstain from Voting	0	0.00%
Total	17800489	100.00%

Item No 10:

Special Resolution, Promotion and re-designation of Mr. M.V.Reddy (DIN: 00421401), as the Joint Managing Director of the Company:

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	17797155	99.98%
Voted Against	3334	0.02%
Abstain from Voting	0	0.00%
Total	17800489	100.00%



Item No 11:

Ordinary Resolution, Ratification of fixation of remuneration to the Cost Auditors.

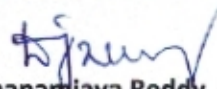
(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	17800378	100%
Voted Against	111	0.00%
Abstain from Voting	0	0.00%
Total	17800489	100%

Date: 14.08.2019
Place: Hyderabad.



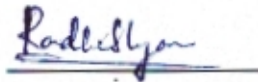
For L D REDDY & CO.,
Company Secretaries


L. Dhananjaya Reddy
C.P. No: 3752
M. No: 13104

We the Undersigned witness that the votes were unblock from e-voting website of CDSL (www.evotingindia.com) in our Presence on 14th August, 2019.



Amarnath
504, Afzal Commerical Complex,
Lakdikapool, Hyderabad-500004



Radheshyam
504, Afzal Commerical Complex,
Lakdikapool, Hyderabad-500004



L.D. Reddy & Co

**Company Secretaries
Insolvency Professionals**

Phone(O) : 040-2331 5262

Mobile : 99499 38181

: 98492 69757

Off: Plot No. 6-2-1/2, Flat No. 504, Afzal Commercial Complex, Lakdi-ka-pool, Hyderabad-500 004, Telangana

E-mail: l.d.reddy@gmail.com, ldreddy2016@gmail.com

L. Dhanajay Reddy
B.Com.LL.B., ACS.

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
ASTRA MICROWAVE PRODUCTS LIMITED
ASTRA TOWERS, Survey No: 12 (Part)
Opp. CII Green Building, Hitech City, Kondapur
Hyderabad -500084

Twenty Eighth Annual General Meeting of the Equity Shareholders of
Astra Microwave Products Limited

Held On Wednesday, 14th August, 2019 at 12.30 P.M

Dear Sir,

I L. Dhanamjaya Reddy, Proprietor of L.D.Reddy & Co., Practicing Company Secretaries appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the Twenty Eighth Annual General Meeting of the Equity Shareholders of **Astra Microwave Products Limited**, held on Wednesday, 14th August, 2019 at 12.30 P.M. at Swagath-De Royal Hotel, 2-36, Kothaguda X Roads, Kondapur, Hyderabad 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/our 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:



Item No 1: Ordinary Resolution, To receive, consider and adopt:

a) Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019 together with the Reports of Board of Directors and Auditors thereon.

b) Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 together with the Reports of Auditors thereon.

(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
53	1551	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
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
7	508

Item No 2: Ordinary Resolution, To declare a dividend on Equity Shares.

(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
50	1393	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
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
7	508



Item No 3: Ordinary Resolution, To appoint Mr. M.V.Reddy (DIN: 00421401), who retires by rotation as a Director and being eligible, offers himself for re-appointment.

(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
51	1549	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
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
7	508

Item No 4: Ordinary Resolution, To appoint Mr. Sunil Kumar Sharma (DIN: 03614952) as an Independent Director.

(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
51	1543	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
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
7	508



Item No 5: Ordinary Resolution, To appoint Ms. Kiran Dhingra (DIN: 00425602) as an Independent Director.

(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
51	1543	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
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
7	508

Item No 6: Ordinary Resolution, To appoint Mr. Atim Kabra (DIN: 00003366) as a Non-Executive Director.

(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
50	1542	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
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
7	508



Item No 7: Ordinary Resolution, To authorise the Board of Directors to pay Commission to the Non-Executive Directors of the Company under Section 197 and 198 of the Companies Act, 2013.

(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
50	1542	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
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
7	508

Item No 8: Ordinary Resolution, To re-classify Persons/Entities forming part of the Promoter Group from 'Promoter & Promoter Group Category' to 'Public Category':

(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
52	1544	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
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
7	508



Item No 9: Special Resolution, Promotion and re-designation of Mr. S.Gurunatha Reddy, (DIN: 00003828) as the Managing Director of the company.

(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
52	1550	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
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
7	508

Item No 10: Special Resolution, Promotion and re-designation of Mr. M.V.Reddy (DIN: 00421401), as the Joint Managing Director of the Company:

(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
50	1542	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
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
7	508

Item No 11: Ordinary Resolution, Ratification of fixation of remuneration to the Cost Auditors.

(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
52	1544	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
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
7	508

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 Company Secretary / Director authorized by the Board for safe keeping:

Date: 14.08.2019
Place: Hyderabad.



For L D REDDY & CO.,
Company Secretaries

L. Dhanamjaya Reddy
C.P. No. 3752
M. No- 13104