



CONSOLIDATED SCRUTINIZER'S REPORT

Pursuant to section 108 of Companies Act, 2013 and Rule 20 and 22 of Companies
(Management and Administration) Rules, 2014 as amended time to time.

To,
The Board of Directors
M/S. M.D. INDUCTO CAST LIMITED
"M.D.House", Plot No. 2715/A,
Near Central Salt,
Waghawadi Road,
Bhavnagar - 364001,
Gujarat, INDIA

Dear Sir/s,

Subject: Scrutinizer's Report on voting process of 7th Annual General Meeting through
remote E-Voting and voting through ballot paper (Poll)


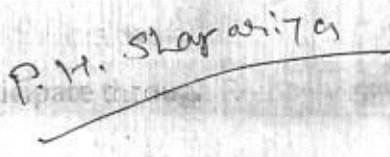
I, **Nandish Dave**, Practicing Company Secretary, was appointed as scrutinizer for the purpose of scrutinizing voting process of 7th Annual General Meeting of M/s. M.D. INDUCTO CAST LIMITED (CIN: L28112GJ2010PLC062324) (the Company) through remote E-Voting and voting through ballot paper (Poll) pursuant to section 108 and 109 of Companies Act, 2013, read with Rule 20 of Companies (Management and Administration) Rules, 2014, for the resolutions set out in Notice of 7th AGM held on 25/09/2017 at 11:00 AM at Registered Office of the company i.e. "MD House", Plot No. 2715/A, Near Central Salt, Waghawadi Road, Bhavnagar - 364002, Gujarat, India.



My responsibility as a scrutinizer for voting process is restricted to preparing a scrutinizer's report of the vote cast "in favour" or "against" the resolution(s) based on the reports generated from the remote e-voting system provided by the Karvy Computershare Private Limited and polling at AGM.

I submit my report as under:

- 1.) Shareholders holding shares either in physical form or in Dematerialized Form as on the cut-off date i.e. **18/09/2017** were entitled to vote on proposed resolution (1 to 5) as set out in Notice of AGM dated **25/08/2017** of the Company.
- 2.) The facility provided for Remote e-voting commenced on **22/09/2017 (09:00 AM IST)** and ended on **24/09/2017 (05:00 PM IST)** via evoting platform on the designated website of Karvy Computershare Private Limited, viz. <http://evoting.karvy.com>. The remote e-voting facility was blocked thereafter.
- 3.) At the venue of AGM the facility to cast vote by poll was provided to facilitate those members present at the AGM who could not participate through Remote e-voting, to record their votes. After counting of the votes conducted at the venue of the AGM through Ballot, the votes cast through Remote e-voting votes were unblocked by me in the present of two witness namely, Mr. Ketul Padhiyar and Mr. Prakash Sapariya who are not in employment of the company, they have signed in confirmation of the votes being unblocked in their presence.

	
Ketul Padhiyar	Prakash Sapariya



- 4.) The voting done through Remote e-voting and polling at the meeting were reconciled with the records maintained by the RTA and the authorizations / proxies lodged with the company.

The Results of e-voting and postal ballot are as under:

- (A) **ORDINARY RESOLUTION:** TO ADOPT THE AUDITED BALANCE SHEET AS ON 31ST MARCH, 2017 AND THE PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED ON THAT DATE TOGETHER WITH CASH FLOW STATEMENT ALONG WITH THE DIRECTORS' REPORT & AUDITORS' REPORT THEREON

VOTED IN FAVOUR OF RESOLUTION:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid vote cast
E-voting	0	0	0
Poll	17	18228854	100%
Total	17	18228854	100%

VOTED AGAINST THE RESOLUTION:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid vote cast
E-voting	Nil		
Poll			
Total			

M.S. DAVE & ASSOCIATES
ACS 37176
16

INVALID VOTES: Nil

- (B) ORDINARY RESOLUTION:** RATIFICATION OF APPOINTMENT OF M/S P D GOPLANI & ASSOCIATES, CHARTERED ACCOUNTANT AS A STATUTORY AUDITOR OF THE COMPANY.

VOTED IN FAVOUR OF RESOLUTION:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid vote cast
E-voting	0	0	0
Poll	17	18228854	100%
Total	17	18228854	100%

VOTED AGAINST THE RESOLUTION:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid vote cast
E-voting		Nil	
Poll			
Total			

INVALID VOTES: Nil



(C) ORDINARY RESOLUTION: APPOINTMENT OF MS. SHAMARANI ASHOKKUMAR GUPTA (DIN: 01811489) AS A DIRECTOR, WHO RETIRE BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT.

VOTED IN FAVOUR OF RESOLUTION:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid vote cast
E-voting	0	0	0
Poll	17	18228854	100%
Total	17	18228854	100%

VOTED AGAINST THE RESOLUTION:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid vote cast
E-voting		Nil	
Poll			
Total			

INVALID VOTES: Nil

A circular stamp with the text "PRACTISING COMPANY SECRETARY" around the perimeter and the number "13946" in the center. A handwritten signature is written over the stamp.

(D) ORDINARY RESOLUTION: RATIFICATION OF COST AUDITOR'S REMUNERATION APPOINTED FOR THE FINANCIAL YEAR 2017-18;

VOTED IN FAVOUR OF RESOLUTION:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid vote cast
E-voting	0	0	0
Poll	17	18228854	100%
Total	17	18228854	100%

VOTED AGAINST THE RESOLUTION:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid vote cast
E-voting	Nil		
Poll			
Total			

INVALID VOTES: Nil

N.S. DAVE & ASSOCIATES
 ACS 37170
 CE 3394
 CHARTERED ACCOUNTANTS

- (E) **ORDINARY RESOLUTION:** TO REGULARIZE THE APPOINTMENT OF **MR. VINODKUMAR JANGID (DIN: 07865629)** AS AN INDEPENDENT DIRECTOR OF THE COMPANY;

VOTED IN FAVOUR OF RESOLUTION:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid vote cast
E-voting	0	0	0
Poll	17	18228854	100%
Total	17	18228854	100%

VOTED AGAINST THE RESOLUTION:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid vote cast
E-voting		18228854	
Poll		Nil	
Total			

INVALID VOTES: Nil

- 5.) No polling papers were found invalid.

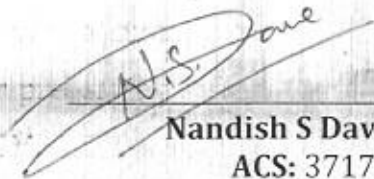


- 6.) All the resolutions mentioned in the AGM Notice as per details given above accordingly stand passed with requisite majority.
- 7.) The electronic data and all other relevant records relating to Remote voting and Ballot / Poll papers conducted at the AGM is under my safe custody and will be handed over to Company Secretary of the company for preserving safely after the chairman consider approves and signs the minutes of AGM.

Thank You.

Date: 27/09/2017
Place: Jamnagar

Yours Faithfully
For, N S Dave & Associates



Nandish S Dave
ACS: 37176
CP: 13946