

September 20, 2018

REPORT OF SCRUTINIZER

[Pursuant to the section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015]

To

The Chairman
Magna Electro Castings Limited
Regd.Off: 43, (Old No.62), Balasundaram Road
Coimbatore - 641018

Dear Sir,

I, B. Krishnamoorthi, BSc, FCA Practicing Chartered Accountant, Coimbatore was appointed as Scrutinizer for the 28th (Twenty Eighth) Annual General Meeting of the Equity Shareholders of "**Magna Electro Castings Limited**" held on 19th September 2018 at 3.30 pm at the Ardra Conference Center, North Huzur Road, Coimbatore - 641018 for the purpose of scrutinizing the E-Voting process and Physical Ballot voting at the venue in a fair and transparent manner and ascertaining the requisite majority on E-Voting and Physical Ballot voting at venue carried out as per section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015 on the resolutions referred to in this report.

I submit my report as under:

1. The Notice was sent to all the Members, whose names appeared in the Register of Members as on 27th July, 2018 to vote on the proposed 7 (Seven) Resolutions as mentioned in the Notice of the Annual General Meeting of "Magna Electro Castings Limited" (Item No.1 (One) to 7 (Seven) of the Notice of Annual General Meeting of Magna Electro Castings Limited. The Members holding equity shares as on the cut-off date i.e. 12th September, 2018 were only considered for e-voting and for voting at the meeting venue. Number of shareholders as on cut-off date is 4240.
2. The E-Voting period remained open from 09.00 AM on Sunday 16th September, 2018 upto 05.00 PM on Tuesday 18th September, 2018.
3. The Chairman, at the Annual General Meeting, at the end of discussions on the Resolutions contained in the Notice, allowed voting at the venue of the Annual General Meeting on the Ballot Forms provided at the Meeting venue to all those members who were present at the Meeting but have not cast their votes by availing the remote e-voting.
4. After the conclusion of the Meeting, the Ballot Boxes were opened in my presence and the physical ballot forms were diligently scrutinized and reconciled with the records maintained by the Registrar and Transfer Agents of the Company. I thereafter first counted the votes cast at the Meeting through these Ballot Forms.



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Chartered Accountant
Membership No: 20439

5. The Votes cast through E-Voting were unblocked on 19th September, 2018 around 6.10 PM in the presence of two witnesses, namely Mr.K.Jayakumar and Mr.R.Sasidharan, who are not in employment of the Company.
6. In tune with the Instructions for e-voting, sent along with the Notice of the Annual General Meeting dated 30th May, 2018, in respect of members who have voted in both modes (i.e. E-Voting and Physical Ballot form voted at the venue), I have considered only E-Voting by not reckoning the voting done through Physical Ballot Form.
7. 1958755 votes cast by related parties through e-voting in respect of resolution no.5 is not considered.
8. I have collated the votes cast through remote e-voting and votes cast through physical ballot forms at the venue, and the same have been furnished hereunder.

	Resolution	Mode	For			Against		
			No.of Members	No.of Votes	%	No.of Members	No.of Votes	%
1	Adoption of Audited Financial Statements including Balance Sheet as at 31 st March 2018, the Statement of Profit and Loss Account, the Statement of Cash Flow and Statement of changes in Equity for the year ended on that date together with the Directors' Report and the Auditors' Report thereon. (Ordinary Resolution)	E-Voting	39	2373223	100.000	0	0	0.000
		Ballot form at the AGM	26	85754	100.000	0	0	0.000
		Total	65	2458977	100.000	0	0	0.000
2	Declaration of Dividend for the year ended 31 st March 2018. (Ordinary Resolution)	E-Voting	39	2373223	100.000	0	0	0.000
		Ballot form at the AGM	26	85754	100.000	0	0	0.000
		Total	65	2458977	100.000	0	0	0.000
3	Re-appointment of Sri. J.Vijayakumar (DIN: 00002530) Director retiring by rotation. (Ordinary Resolution)	E-Voting	39	2373223	100.000	0	0	0.000
		Ballot form at the AGM	26	85754	100.000	0	0	0.000
		Total	65	2458977	100.000	0	0	0.000



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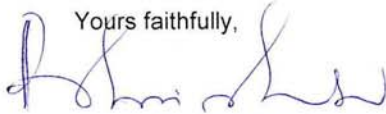
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Chartered Accountant

4	Appointment of M/s. Srikishen & Co., Chartered Accountants (Firm Registration No. 004009S) as Statutory Auditors of the Company. (Ordinary Resolution)	E-Voting	39	2373223	100.000	0	0	0.000
		Ballot form at the AGM	26	85754	100.000	0	0	0.000
		Total	65	2458977	100.000	0	0	0.000
5	Approval of material Related Party Transactions. (Ordinary Resolution)	E-Voting	25	414468	100.000	0	0	0.000
		Ballot form at the AGM	26	85754	100.000	0	0	0.000
		Total	51	500222	100.000	0	0	0.000
6	Ratification of remuneration payable to M/s. SBK and Associates (Firm Registration No. 000342), Cost Auditors, Chennai. (Ordinary Resolution)	E-Voting	39	2373223	100.000	0	0	0.000
		Ballot form at the AGM	26	85754	100.000	0	0	0.000
		Total	65	2458977	100.000	0	0	0.000
7	Adoption of new set of Articles of Association of the Company (Special Resolution)	E-Voting	39	2373223	100.000	0	0	0.000
		Ballot form at the AGM	26	85754	100.000	0	0	0.000
		Total	65	2458977	100.000	0	0	0.000

9. All relevant records of electronic voting and ballot forms will remain in my custody until the Chairman considers, approves and signs the minutes of the 28th Annual General Meeting and thereafter the said records will be handed over to the Company Secretary of Magna Electro Castings Limited, for safe custody.

Thanking you,

Yours faithfully,



(B. KRISHNAMOORTHI)
SCRUTINIZER

B. KRISHNAMOORTHI, F.C.A.,
Chartered Accountant
Membership No: 20438