

Neelakshee R. Marathe & Co.

Practicing Company secretaries

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Consolidated Scrutinizer's Report

To,

The Chairman of the Meeting,

26th Annual General Meeting [AGM] of the shareholders of Mahalaxmi Seamless Limited held on 29th September, 2017 at 5.30 P.M. at Pipenagar (Sukeli), Via- Nagothane, Tal-Roha, Maharashtra- 402 126.

Dear Sir, I, C.S. Mrs. Neelakshee R. Marathe, Company Secretary in practice, have been appointed as a Scrutinizer by the Board of directors of Mahalaxmi Seamless Limited for the purpose of:

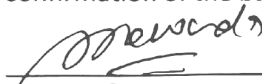
- (i) Scrutinizing the e-voting process under the provisions of Section 108 of Companies Act, 2013 read with Rule 20 of Companies (Management and administration) Rules, 2014 as amended (Rules) and


- (ii) Poll through polling papers at the Annual General Meeting, held on 29th September, 2017 at 5.30 P.M., submit my report as under:

1. The company had availed e-voting facility provided by Central Depository Services (India) Limited (CDSL) for conducting the e-voting by the shareholders of the company. The e-voting commenced on Tuesday, 26th September, 2017 at 9.00 a.m. and ended on 28th September, 2017 at 5.00 p.m. and CDSL e-voting platform was blocked thereafter.
2. The votes cast under the e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the company and after the conclusion of the voting at the AGM the votes cast thereunder were counted. Votes cast through physical ballot forms received up to Thursday, 28th September, 2017 were considered.
3. The company had also provided voting by physical ballot forms to the members who do not have access to e-voting.

4. After the time fixed for closing of the poll by the Chairman, the ballot box kept for polling was locked in presence of members, with due identification marks placed by me.

5. The locked ballot box was subsequently opened in the presence of two witnesses, Mr. Pratik Mewada and Mrs. Kirti Goyal who are not in the employment of the Company. 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. Witnesses signed below in confirmation of the ballot box being opened in their presence.


Name: Pratik Mewada


Name: Kirti Goyal

6. I did not find any poll papers invalid.

7. As requested by the management, I am submitting herewith a consolidated report on the results of e-voting together with the results of voting through physical ballot forms at the AGM:

Resolution No. 1:

Approval of the audited Annual Accounts for the year ended on 31/03/2017

Mode of Voting	Number of votes in favor	% of votes on shares	Number of votes against	% of Votes on shares	Invalid votes
E-voting	3343624	63.20	0	0	0
Ballot	630082	11.91	0	0	0
Total	3973706	75.24	0	0	0

Resolution No. 2:

Re-appointment of Mr. Manish Jeevansingh Dalal, as Director who retires by rotation at this AGM and being eligible has offered himself for re-appointment.

Mode of Voting	Number of votes in favor	% of votes on shares	Number of votes against	% of Votes on shares	Invalid votes
E-voting	3343624	63.20	0	0	0
Ballot	630082	11.91	0	0	0
Total	3973706	75.24	0	0	0

Resolution No. 3:

Appointment of R. Sundaresan Aiyar & Co., as statutory auditor for the period of five years:

Mode of Voting	Number of votes in favor	% of votes on shares	Number of votes against	% of Votes on shares	Invalid votes
E-voting	3343624	63.20	0	0	0
Ballot	630082	11.91	0	0	0
Total	3973706	75.24	0	0	0

Resolution No. 4:

To give factory of the Company on lease to Jindal Saw Limited:

Mode of Voting	Number of votes in favor	% of votes on shares	Number of votes against	% of Votes on shares	Invalid votes
E-voting	3343624	63.20	0	0	0
Ballot	630082	11.91	0	0	0
Total	3973706	75.24	0	0	0

Resolution No. 5:

To fix up remuneration up to Rs.60,00,000 for all directors putting together:

Mode of Voting	Number of votes in favor	% of votes on shares	Number of votes against	% of Votes on shares	Invalid votes
E-voting	3343624	63.20	0	0	0
Ballot	630082	11.91	0	0	0
Total	3973706	75.24	0	0	0

The poll papers and all other relevant records were sealed and handed over to the Director authorized by the Board for safe keeping.

(Proprietor)
Thanking You,

N. Marathe
Membership No. 24007
C.P. No. 9983
Yours faithfully,
C. S. Mrs. Neelakshee R Marathe
Scrutinizer ACS: 24007 C.P. No.: 9983

Voting results

Date of AGM	29.09.2017
Total Number of Shareholders as on record date	2475
Promoters and Promoter group:	8
Public:	98
Total No. of shareholders present in meeting either in person or through proxy:	106
Promoters and Promoter group:	0
Public:	0
Total No. of shareholders present in meeting through video conferencing:	0

Mahalaxmi Seamless Limited (L27108MH1991PLC061347)

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2017 and the report of Auditors and Board of Directors along with its annexures thereon				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled

		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		2299811	98.0470	2299811	0	100.0000	0.0000
	Poll Postal Ballot (if applicable)	2345621	45810	1.9530	45810	0	100.0000	0.0000
	Total	2345621	2345621	100.0000	2345621	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll Postal Ballot (if applicable)							
	Total							
	E-Voting		1043813	35.5549	1043813	0	100.0000	0.0000

Public- Non Institutions	Poll Postal Ballot (if applicable)	2935779	584272	19.9018	584272	0	100.0000	0.0000
	Total	2935779	1628085	55.4567	1628085	0	100.0000	0.0000
Total		5281400	3973706	75.2396	3973706	0	100.0000	0.0000

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. Manish Jeevansingh Dalal, who retires by rotation and being eligible, offers himself for re-appointment as a Director				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2345621	2299811	98.0470	2299811	0	100.0000	0.0000
	Poll Postal Ballot (if applicable)		45810	1.9530	45810	0	100.0000	0.0000
	Total	2345621	2345621	100.0000	2345621	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	2935779	1043813	35.5549	1043813	0	100.0000	0.0000
	Poll Postal Ballot (if applicable)		584272	19.9018	584272	0	100.0000	0.0000
	Total	2935779	1628085	55.4567	1628085	0	100.0000	0.0000

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appointment of statutory Auditors and fix their remuneration				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100

Promoter and Promoter Group	E-Voting	2299011	2299011	100.0000	980470	2299811	100.0000	0.0000
	Poll Postal Ballot (if applicable)	2345621	45810	1.9530	45810	0	100.0000	0.0000
	Total	2345621	2345621	100.0000	2345621	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		1043813	35.5549	1043813	0	100.0000	0.0000
	Poll Postal Ballot (if applicable)	2935779	584272	19.9018	584272	0	100.0000	0.0000
	Total	2935779	1628085	55.4567	1628085	0	100.0000	0.0000
Total		5281400	3973706	75.2396	3973706	0	100.0000	0.0000

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To give factory of the Company on lease to Jindal Saw Limited				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2345621	2299811	98.0470	2299811	0	100.0000	0.0000
	Poll Postal Ballot (if applicable)		45810	1.9530	45810	0	100.0000	0.0000
	Total	2345621	2345621	100.0000	2345621	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	2935779	1043813	35.5549	1043813	0	100.0000	0.0000
	Poll Postal Ballot (if applicable)		584272	19.9018	584272	0	100.0000	0.0000
	Total							
	Ballot (if applicable)							
	Total	2935779	1628085	55.4567	1628085	0	100.0000	0.0000
	Total	5281400	3973706	75.2396	3973706	0	100.0000	0.0000

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To fix up remuneration upto Rs.60,00,000 for all directors putting together				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2345621	2299811	98.0470	2299811	0	100.0000	0.0000
	Poll		45810	1.9530	45810	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	2345621	2345621	100.0000	2345621	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	2935779	1043813	35.5549	1043813	0	100.0000	0.0000
	Poll		584272	19.9018	584272	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	2935779	1628085	55.4567	1628085	0	100.0000	0.0000
Total		5281400	3973706	75.2396	3973706	0	100.0000	0.0000