L.N. JOSHI & CO.
PRACTISING COMPANY SECRETARIES

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COMBINED SCRUTINIZER'S REPORT ON REMOTE E-VOTING & POLL

To,
The Chairman,
26th Annual General Meeting of
MID INDIA INDUSTRIES LIMITED,
Registered office: Textile Mill Area,
Station Road, Mandsaur (M.P.)-458001

Dear Sir,

SUB: Consolidated Scrutinizer's Report on Remote E-Voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015 and Poll conducted at 26th Annual General Meeting of MID INDIA INDUSTRIES LIMITED held on Wednesday, 20th September, 2017 at 2.00 P.M.

1. I, **L. N. Joshi, Practicing Company Secretary**, has been appointed as a Scrutinizer by-

(i) The Board of Directors of Mid India Industries Limited in their meeting held on 27th July, 2017 for the purpose of scrutinizing the Remote E-voting process under the provisions of Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of Companies (Management and Administration) Amendment Rules, 2015 in respect of the below mentioned resolutions transacted at the 26th Annual General Meeting (AGM) of the members of the

4. Remote E-Voting

4.1 Agency:

The Company had availed the E-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote E-Voting by the shareholders.

4.2 Remote E-Voting:

Remote E-Voting platform remained open from Sunday, 17th September 2017 (9.00 A.M.) up to Tuesday, 19th September 2017 (5.00 P.M.) and members were given an option to cast their votes electronically conveying their assent or dissent in respect of the Ordinary Resolutions, on the e-voting platform provided by NSDL.

5. Voting at AGM

5.1 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules 2015, for the purpose of ensuring that members who have cast their votes through remote E-Voting do not vote again at the General Meeting, the scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly NSDL, the E-voting agency provided me with the names, DP Id/ Folio Numbers and shareholding of the members who had cast their votes through remote e-voting.

5.3 Further, the chairman announced the poll at the Annual General Meeting for the shareholders who had attended the meeting and have not cast their vote earlier through remote e-voting.

6. RESULTS

6.1 I observed that

a) 13 members had cast their votes through remote E-voting.

b) 23 members had cast their votes through poll conducted at the meeting.

I have issued separate Scrutinizer's Report for the Remote E-voting and on the Poll for the resolutions contained in the Notice to the AGM. Copy of the same are enclosed with this report. Further, I submit herewith my combined report on the results of Remote E-voting and Poll as under-

Item No. 1-Ordinary Resolution

To Receive, Consider & Adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2017, together with the Reports of the Board of Directors and Auditors thereon;

L. N. JOSHI & COMPANY * INDORE CP-3210 * Company Secretaries

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4=(3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll at AGM	23	222200	100%	0	0	0	222200	0	0
Remote Evoting	13	7762745	100%	0	0	0	7762745	0	0
Total	36	7984745	100%	0	0	0	7984945	0	0

Item No. 2- Ordinary Resolution

Appoint Director in place of Shri Pradeep Ganediwal (DIN: 00020385), who retires by rotation and being eligible offers himself for re-appointment.

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4=(3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll at AGM	23	222200	100%	0	0	0	222200	0	0
Remote Evoting	12	7762456	99.99%	1	289	0.01%	7762745	0	0
Total	35	7984656	99.99%	1	289	0.01%	7984945	0	0

Item No. 3-Ordinary Resolution

Ratification of appointment of M/s C Lasod & Associates as Statutory Auditors of the Company.

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members	No. of Votes	% of Total Number of	No. of Members	No. of Votes	% of Total Number of		No. of Members	No. of Votes

Item No. 4 -Ordinary Resolution

Approve the expenses for service of documents to members.

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4=(3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll at AGM	23	222200	100%	0	0	0	222200	0	0
Remote Evoting	12	7762456	99.99%	1	289	0.01%	7762745	0	0
Total	35	7984656	99.99%	1	289	0.01%	7984945	0	0

Based on the above information, you may kindly announce the result of voting by Poll at AGM and remote e-voting.

All relevant record of electronic voting and poll will remain in my safe custody until the chairman of the meeting considers, approves and signs the Minutes of 26th Annual General Meeting and the same shall be handed over thereafter to the Chairman of the Meeting and the Company Secretary of the company for safe keeping.

The Company is hereby instructed to put up the results on its website and also that of the service provider and inform to the stock exchange accordingly not later than 48 hours of conclusion of 26th Annual General Meeting.

Thanking you,
Yours Faithfully,

L.N. JOSHI & COMPANY * Company Secretaries * INDORE CP-4216

Scrutinizer
Name: L.N. Joshi
Practicing Company Secretary
FCS: 5201; CP: 4216

Place: Indore
Date: 22.09.2017

To be Countersigned by the Chairman

MID INDIA INDUSTRIES LTD. INDORE

Rakesh Kumar Jain