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(Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act 2013 read with the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 read with relevant circulars of MCA and SEBI.

To:  
The Chairman,  
Foseco India Limited  
Gat Nos. 922 and 923, Sanaswadi, Taluka: Shirur,  
District Pune – 412208

Dear Sir,

Please refer to your letter dated 27<sup>th</sup> February 2023, attaching therewith a copy of the Board Resolution and Notice of the Annual General Meeting (AGM) both dated 27<sup>th</sup> February 2023, of Foseco India Limited (“the Company”) informing me of my appointment as Scrutinizer for the purpose of ascertaining the result of the below mentioned resolutions to be considered and passed by means of Remote E-Voting and E-Voting at the AGM .

The Ministry of Corporate Affairs, Government of India (MCA), has allowed companies to conduct Annual General Meeting through VC or OAVM and has dispensed personal presence of the members at the Meeting. In this regard, the MCA has issued Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 21/2021 dated 14<sup>th</sup> December 2021, Circular No. 2/2022 dated 5<sup>th</sup> May 2022 and Circular No. 10/2022 dated 28<sup>th</sup> December 2022(hereinafter these circulars collectively referred to as ‘MCA Circulars’).The Securities and Exchange Board of India (“SEBI”) also vide its Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 (“SEBI Circular”) has provided certain relaxations from compliance with certain provisions of the SEBI Listing Regulations. In compliance with these Circulars, provisions of the Act and the SEBI Listing Regulations, the Company has conducted the AGM by providing two-way teleconferencing facility (‘VC facility’) to its Members through National Securities Depository Limited (NSDL) e-voting platform .



The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act 2013 and SEBI Regulations relating to offering to shareholders facility of Remote e-voting and E-Voting at the AGM in respect of the resolutions contained in the Notice of the AGM dated 27<sup>th</sup> February 2023.

My responsibility as a scrutinizer for the remote e-voting process and e-Voting process at the AGM is restricted to making a Scrutinizers Report of the votes cast in favour or against the resolutions stated in the Notice of the AGM, based on reports generated from the remote e-voting system and e-voting system provided by the National Securities Depository Limited (NSDL), the authorised agency engaged by the Company to provide remote e-voting and e-voting facilities at the AGM to the shareholders.

The Company has sent the Annual Report for the financial year ended 31<sup>st</sup> December 2022 including the Notice of the AGM in electronic form to all the Members whose e-mail addresses are registered with the Company/Depository Participants. Those Members who make a request for physical copy are provided with the physical copy of the Annual Report..

The shareholders have accordingly exercised the facility of casting electronic votes, casted their votes through the voting platform provided by National Securities Depository Limited (NSDL) on their official website, the communication of the assent or dissent of the members took place through the remote e-voting and e-voting system only.

The Remote e-voting period remained open from Friday, 19<sup>th</sup> May 2023 at 0900 Hours (IST) and until Tuesday, 23<sup>rd</sup> May 2023 at 1700 Hours (IST). The Company has also provided electronic voting system during the AGM as was used during the remote e-voting. The said facility was in operation till all the resolutions were considered and voted upon in the meeting and was used for voting only by the members attending the meeting and who did not exercise their right to vote through remote e-voting.

The AGM was validly held in accordance with the requirements of law.

I have monitored the process of Remote E-Voting and E-Voting at the AGM through the scrutiniser's secured link provided by NSDL on their official website. The votes cast through remote e-voting facility were downloaded on Wednesday, 24<sup>th</sup> May 2023, after 1630 Hours (IST) in the presence of two witnesses who are not in the employment of the Company.



Promoter and Promoter Group	E-Voting	4788845	4788845	100.0000	4788845	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	18925	9544	50.4306	9544	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	1578689	744669	47.1700	744669	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000






Promoter and Promoter Group	E-Voting	4788845	4788845	100.0000	4788845	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	18925	11649	61.5535	10834	815	93.0037	6.9963
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	1578689	744339	47.1492	744006	333	99.9553	0.0447
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000



Promoter and Promoter Group	E-Voting	4788845	4788845	100.0000	4788845	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	18925	11649	61.5535	11649	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	1578689	744339	47.1492	743106	1233	99.8343	0.1657
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000



Promoter and Promoter Group	E-Voting	4788845	4788845	100.0000	4788845	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	18925	11649	61.5535	9971	1678	85.5953	14.4047
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	1578689	744334	47.1494	744334	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000



Promoter and Promoter Group	E-Voting	4788845	4788845	100.0000	4788845	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	18925	11649	61.5535	11649	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	1578689	744339	47.1492	744006	333	99.9553	0.0447
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000



The voting has been reckoned in proportion to the members share in the paid-up equity share capital of the Company as on the cut-off date i.e. 17<sup>th</sup> May 2023.

Thank you,

Yours truly,



Pune, 25<sup>th</sup> May 2023

Countersigned by :

For Foseco India Limited



Pune, 25<sup>th</sup> May 2023

