THACKER BUTALA DESAI
Chartered Accountants

Dalamal Tower, B-wing
418, 4th Floor,
Free Press Journal Marg,
Nariman Point , Mumbai 400021
Tel : 2204 2086 - 22049473
Fax : 2204 0148
Email : kunjan@tbda.in

# SCRUTINIZER'S REPORT

## CONFIDENTIAL

To

The Managing Director
Grand Foundry Limited
327, 3rd Floor, Arun Chambers,
Tardeo, Mumbai -400034

Dear Sir,

I, Kunjan Gandhi, appointed as Scrutiniser for the purpose of the poll taken on the below mentioned resolutions at the Annual General Meeting of the Equity Shareholders of Grand Foundry Limited, held on 30th September, 2016 at 11.00 am at its registered office of the company at 327, 3rd FLOOR, ARUN CHAMBERS, TARDEO MUMBAI; submit our report as under:

1. After the time fixed for closing of the poll by the Managing Director, Mr. Kiran Jangla, ballot boxes kept for polling were locked in my/our presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinised. The poll papers were reconciled with the records maintained by the Company and the authorisations lodged with the company.
3. I did not find any poll papers invalid.
4. The result of the Poll is as under:

**RESOLUTION NO: 1**

a. Nature of Resolution: Ordinary Resolution
b. Subject Matter : Adoption of Financial Statements for the year ended 31st March, 2016

**i. Voted in favour of the resolution**

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 32 | 92741 | 100 |

ii. Voted against the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| - | - | - |

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iii. Invalid votes:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| - | - | - |

**RESOLUTION NO: 2**

a. Nature of Resolution: Ordinary Resolution

b. Subject Matter: Appointment of Shri. Dhirajlal Jangla as Director who retires by rotation.

**i. Voted in favour of the resolution**

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 32 | 92741 | 100 |

ii. Voted against the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| - | - | - |

iii. Invalid votes:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| - | - | - |

**RESOLUTION NO: 3**

a. Nature of Resolution: Ordinary Resolution

b Subject Matter: Appointment Thacker Butala Desai, Chartered Accountants from the conclusion of this AGM till the conclusion of next AGM.

**i. Voted in favour of the resolution**

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 32 | 92741 | 100 |

**ii. Voted against the resolution:**

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| - | - | - |

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**iii. Invalid votes:**

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| - | - | - |

**RESOLUTION NO: 4**

a. Nature of Resolution: Ordinary Resolution

b. Subject Matter: Appointment of Shri. Naresh Goradia as an Independent Director.

**i. Voted in favour of the resolution**

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 32 | 92741 | 100 |

ii. Voted against the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| - | - | - |

iii. Invalid votes:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| - | - | - |

**RESOLUTION NO: 5**

a. Nature of Resolution: Ordinary Resolution

b. Subject Matter: Appointment of Shmt. Nirmala Maurya as an Independent Director.

**i. Voted in favour of the resolution**

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 32 | 92741 | 100 |

ii. Voted against the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| - | - | - |

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iii. Invalid votes:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| - | - | - |

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

Thanking you,
Yours faithfully,

THACKER BUTALA DESAI
OFFICE NO. 418, 4TH FLOOR, DALAMAL TOWERS, B WING, NARIMAN POINT, MUMBAI - 400 021.
Chartered Accountants

Kunjan Gandhi
M.No.39195

Date: 30.09.2016
Place: Mumbai