S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 – email sna@snaco.net: website www.snaco.net

To,

The Chairman

Hercules Hoists Limited

L45400MH1962PLC012385

Bajaj Bhawan, 2nd Floor,

226, Jamnalal Bajaj Marg,

Nariman Point,

Mumbai 400 021.

Dear Sir,

We thank you for appointing us as the Scrutinizer for the remote e-Voting and voting by your members, at the 55th Annual General Meeting (AGM) of your Company held on 9th August, 2017 at 11.30 a.m.

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

For S. N. ANANTHASUBRAMANIAN & CO.

Company Secretaries

Malati A. Kumar

Malati Kumar
Partner
C.P No.10980

9th August, 2017
Thane

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SCRUTINIZER'S REPORT

NAME OF THE COMPANY	**Hercules Hoists Limited**
MEETING	**55th Annual General Meeting**
DAY, DATE & TIME	**Wednesday, 9th August, 2017 at 11.30 a.m.**
VENUE	**Kamalnayan Bajaj Hall, Ground Floor, Bajaj Bhavan, 226, Jamnalal Bajaj Marg, Nariman Point, Mumbai 400 02.**

1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-voting as well as the Voting conducted at the **55th Annual General Meeting (AGM)** of **Hercules Hoists Limited** (hereinafter referred to as **the Company**) held on **Wednesday, 9th August, 2017 at 11.30 a.m.** at the venue.

2. Dispatch of Notice convening the Meeting

The Company has informed that, on the basis of the Register of Members and the List of Beneficial Owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of the Notice of the AGM as under:

- On **08th July, 2017** by **e-mail** to **6,552** members who had registered their e-mail-ids with the Company/ Depositories/RTA.
- On **08th July, 2017** by **Speed Post** to **956** members, by **Registered Post** to **285** members and on **10th July, 2017** to **2,153** members by **Courier** in physical form.

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3. Cut-off date

The Voting rights were reckoned as on **2nd August, 2017**, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-Voting and voting at the Meeting.

4. Remote e-Voting

4.1 Agency

The Company had appointed **National Securities Depository Limited (NSDL)** as the agency for providing the remote e-Voting platform.

4.2 Remote e-Voting

Remote e-Voting platform was open from **Sunday, 6th August, 2017 at 9:00 a.m. till Tuesday, 8th August, 2017 upto 5:00 p.m.** and members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions, on the remote e-Voting platform provided by NSDL.

5. Voting at the 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, DP Id & Client Id/ folios, number of shares held but not the manner in which they have voted.

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MALATI KUMAR
PARTNER
CP NO. 10980

5.2 Accordingly, NSDL, the remote e-Voting Agency provided us with the names, DP Id & Client Id/ folios and shareholding of the members who had cast their votes through remote e-Voting.

5.3 The Company provided Polling Paper facility to the members who attended the meeting and not voted on e-voting platform.

5.4 After the Chairman announced the commencement of voting, 1 (one) box kept for polling was locked in our presence.

6. Counting Process

6.1 On completion of voting at the meeting Universal Capital Securities Pvt. Ltd , the Registrar and Share Transfer Agent of the Company (RTA) provided us with the list of members who had cast their votes, their holding details and details of vote cast on the resolutions.

6.2 The votes were reconciled with the records maintained by the Company and RTA with respect to the authorizations / proxies lodged with the Company.

6.3 We unblocked the remote e-Voting results on the NSDL e-Voting platform in the presence of Ms. Shivani Abhyankar and Ms. Manjiri Chiplunkar and downloaded the remote e-Voting results.

7. Results

7.1 We observed that,

a) **16** Members had cast their votes at the meeting out of which **3** were invalid.

b) **49** Members had cast their votes through remote e-Voting.

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7.2 The Consolidated Results with respect to each item on the agenda as set out in the **Notice of the AGM** dated **30th May, 2017** is enclosed herewith.

7.3 Based on the aforesaid results, we report that **Six Ordinary Resolutions** as contained in **Item No. 1 to Item No. 6 and One Special Resolution** as contained in the **Item No. 7** of the **Notice of the AGM** dated **30th May, 2017** have been **passed with the requisite majority.**

For S. N. ANANTHASUBRAMANIAN & CO.

Company Secretaries

Malati A. Kumar

S. N. ANANTHASUBRAMANIAN & CO. ★ COMPANY SECRETARIES ★ MALATI KUMAR PARTNER CP NO 10980

Malati Kumar
Partner
C.P No.10980

Date : 9th August, 2017

Place : Thane

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Consolidated Results

1. To receive, consider and adopt the audited statement of Profit & Loss Account for the year ended March 31, 2017 and the Balance Sheet as at that date and Report of Auditors and Directors thereon.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	48	2,36,64,662	13	272	61	2,36,64,934	100.00
Dissent	0	0	0	0	0	0	0.00
Total	**48***	**2,36,64,662**	**13**	**272**	**61**	**2,36,64,934**	**100.00**

* 1 member has abstained from voting on this resolution.

Based on the aforesaid results, we report that the **Ordinary Resolution** as contained in **Item No. 1** of the Notice of the AGM dated **30th May, 2017** has been passed with **requisite majority.**

Malati A. Kumar

S. N. ANANTHASUBRAMANIAN & CO. MALATI KUMAR PARTNER CP.NO. 10980 COMPANY SECRETARIES

Malati Kumar
C.P No. 10980

Date : 9th August, 2017
Place: Thane

S. N. ANANTHASUBRAMANIAN & CO.
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2. To declare dividend for the financial year ended March 31, 2017.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	48	2,36,64,662	13	272	61	2,36,64,934	100.00
Dissent	0	0	0	0	0	0	0.00
Total	**48***	**2,36,64,662**	**13**	**272**	**61**	**2,36,64,934**	**100.00**

* 1 member has abstained from voting on this resolution.

Based on the aforesaid results, we report that the **Ordinary Resolution** as contained in **Item No. 2** of the Notice of the AGM dated **30th May, 2017** has been passed with **requisite majority.**

Malati A. Kumar

S. N. ANANTHASUBRAMANIAN & CO. MALATI KUMAR PARTNER CP NO. 10980 COMPANY SECRETARIES

Malati Kumar
C.P No. 10980

Date : 9th August, 2017
Place: Thane

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3. Re-appointment of Shri K. C. Uebel (DIN: 00668399) as Director of the Company.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	48	2,36,64,662	13	272	61	2,36,64,934	100.00
Dissent	0	0	0	0	0	0	0.00
Total	**48***	**2,36,64,662**	**13**	**272**	**61**	**2,36,64,934**	**100.00**

* 1 member has abstained from voting on this resolution.

Based on the aforesaid results, we report that the **Ordinary Resolution** as contained in **Item No. 3** of the Notice of the AGM dated **30th May, 2017** has been passed with **requisite majority.**

Malati A. Kumar

S. NANANTHASUBRAMANIAN & CO. MALATI KUMAR PARTNER CP NO. 10980 COMPANY SECRETARIES

Malati Kumar
C.P No. 10980

Date : 9th August, 2017
Place: Thane

S. N. ANANTHASUBRAMANIAN & CO.
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4. Re-appointment of Shri Shekhar Bajaj (DIN: 00089358) as Director of the Company

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	46	2,36,64,161	13	272	59	2,36,64,433	100.00
Dissent	1	500	0	0	1	500	0.00
Total	**47***	**2,36,64,661**	**13**	**272**	**60**	**2,36,64,933**	**100.00**

* 2 members have abstained from voting on this resolution.

Based on the aforesaid results, we report that the **Ordinary Resolution** as contained in **Item No. 4** of the Notice of the AGM dated **30th May, 2017** has been passed with **requisite majority.**

Malati A. Kumar

S. N. ANANTHASUBRAMANIAN & CO. MALATI KUMAR PARTNER CP NO. 10980 COMPANY SECRETARIES

Malati Kumar
C.P No. 10980

Date : 9th August, 2017
Place: Thane

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5. Appointment of M/s Kanu Doshi Associates LLP as Auditors of the Company till the conclusion of the 60th Annual General Meeting subject to ratification by the shareholders annually.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	47	2,36,64,162	13	272	60	2,36,64,434	100.00
Dissent	1	500	0	0	1	500	0.00
Total	**48***	**2,36,64,662**	**13**	**272**	**61**	**2,36,64,934**	**100.00**

* 1 member has abstained from voting on this resolution.

Based on the aforesaid results, we report that the **Ordinary Resolution** as contained in **Item No. 5** of the Notice of the AGM dated **30th May, 2017** has been passed with **requisite majority.**

Malati A. Kumar

S. N. ANANTHASUBRAMANIAN & CO. MALATI KUMAR PARTNER CP NO. 10980 COMPANY SECRETARIES

Malati Kumar
C.P No. 10980

Date : 9th August, 2017
Place: Thane

S. N. ANANTHASUBRAMANIAN & CO.
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6. Ratification of the remuneration and out of pocket expenses payable to Cost Auditor, M/s. R Nanabhoy & Co., Cost Accountants.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	46	2,35,57,231	13	272	59	2,35,57,503	100.00
Dissent	0	0	0	0	0	0	0.00
Total	**46***	**2,35,57,231**	**13**	**272**	**59**	**2,35,57,503**	**100.00**

* 3 members have abstained from voting on this resolution.

Based on the aforesaid results, we report that the **Ordinary Resolution** as contained in **Item No. 6** of the Notice of the AGM dated **30th May, 2017** has been passed with **requisite majority.**

Malati A. Kumar

S. N. ANANTHASUBRAMANIAN & CO. ★ COMPANY SECRETARIES ★ MALATI KUMAR PARTNER CP NO. 10980

Malati Kumar
C.P No. 10980

Date : 9th August, 2017
Place: Thane

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
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10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 – email sna@snaco.net: website www.snaco.net

7. Re-appointment of Shri H.A.Nevatia, Whole–time Director of the Company for a further period of three years from November 22, 2017 to November 21, 2020.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	49	2,36,64,772	13	272	62	2,36,65,044	100.00
Dissent	0	0	0	0	0	0	0.00
Total	**49**	**2,36,64,772**	**13**	**272**	**62**	**2,36,65,044**	**100.00**

Based on the aforesaid results, we report that the **Special Resolution** as contained in **Item No. 7** of the Notice of the AGM dated **30th May, 2017** has been passed with **requisite majority.**

Malati A. Kumar

S. N. ANANTHASUBRAMANIAN & CO. MALATI KUMAR PARTNER C.P.NO. 10980 COMPANY SECRETARIES

Malati Kumar
C.P No. 10980

Date : 9th August, 2017
Place: Thane