

ADITI MISRA

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Scrutinizer's Report on e-voting results

[Pursuant to Section 108 of the Companies Act, 2013, read with rule 20 and rule 21 of the Companies (Management and Administration) Rules, 2014, as amended]

To,

Chairman

93rd Annual General Meeting of the Equity Shareholders of Ingersoll-Rand (India) Limited

Held on September 23, 2015

At 12:00 noon at Eagleton – The Golf Resort, 30th km., Bangalore – Mysore Highway, Shyanamangala Cross, Bidadi Industrial Area, Bangalore 562 109

Sir,

After the conclusion of the e-voting period at 5 : 00 p.m. IST of September 22, 2015, relating to the 93rd Annual General Meeting ('AGM') of the Company scheduled on September 23, 2015, in my capacity as Scrutinizer, I unblocked the votes cast under the e-voting program in the presence of 2 witnesses, and, based on an examination / download of the relevant contents of NSDL's e-voting portal <https://www.evoting.nsdl.com/> and examination of other documents, certify the results of e-voting as under :

S. No.	Subject Matter (as set out in the Notice to the 93 rd AGM)	Number of votes (shares)		
		For	Against	Abstained / Invalid
1.	Adoption of the Audited Balance Sheet as at March 31, 2015 and Statement of Profit and Loss for the year ended on March 31, 2015 together with the reports of the Directors and the Auditors thereon.	25605427	NIL	NIL
2.	Declaration of dividend on equity shares for the financial year ended March 31, 2015.	26135511	NIL	NIL
3.	Ratification of appointment of M/s. Price Waterhouse & Co. Bangalore LLP, Chartered Accountants (Firm Registration No : 007567S / S-200012) as Statutory Auditors of the Company to hold office from the conclusion of the 93 rd Annual General Meeting until the conclusion of the next Annual General Meeting.	25605423	530088	NIL

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S. No.	Subject Matter (as set out in the Notice to the 93 rd AGM)	Number of votes (shares)		
		For	Against	Abstained / Invalid
4.	Appointment of Mr. Roman Steinoff (DIN No. : 07079541) as Director of the Company, liable to retire by rotation.	26125394	10117	NIL
5.	Appointment of Ms. Jayantika Dave (DIN No. : 01585850) as Director of the Company, liable to retire by rotation.	26124772	10739	NIL
6.	Appointment of Mr. Venkatesh Valluri (DIN No. : 00047514) as Director of the Company, liable to retire by rotation.	26125332	10172	NIL
7.	Ratification of remuneration payable to M/s. Ashish Bhavsar & Associates, Cost Accountants, Ahmedabad, for audit of cost records of the Company for the financial year ending March 31, 2016.	26135312	124	NIL
8.	Ratification of the export, import and service transactions entered into during the financial year 2014-15 with Ingersoll Rand Company, USA as detailed in Notice dated May 12, 2015.	2472898	7104	NIL
9.	Ratification of the export, import and service transactions entered into during the financial year 2014-15 with Ingersoll Rand International Limited, Ireland as detailed in Notice dated May 12, 2015.	2473448	7104	NIL

Yours faithfully,

Aditi Misra

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Place : Mumbai

Date : September 24, 2015