

ADITI MISRA

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Scrutinizer's Report on ballot forms received by post

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,

I, Aditi Misra, Advocate with M/s. Crawford Bayley & Co., Advocates and Solicitors, have been appointed as Scrutinizer by the Board of Directors of the Company to scrutinize the ballot forms received by post from the shareholders in respect of the below mentioned resolutions proposed at the 93rd Annual General Meeting ('AGM') of the Company to be held on September 23, 2015.

The shareholders of the Company holding shares as on the cut - off date of September 22, 2015 were entitled to vote on the proposed resolutions as set out in item nos. 1 to 9 in the notice of the 93rd AGM of Ingersoll-Rand (India) Limited. Ballot forms were dispatched to the shareholders on August 27, 2015 and August 28, 2015.

Votes cast through ballot forms received upto September 22, 2015 (5 : 00 p.m. IST) were considered as specified in the forms. The ballot forms received were reconciled with the records maintained by the Registrar and Transfer Agents of the Company. The ballot papers received by post, which were incomplete and / or which were otherwise found defective have been treated as invalid.

I have scrutinized and reviewed the ballot forms received by post and certify the results as under :

Total number of members who cast votes through postal ballot	Total number of shares held by them as on the cut-off date, September 16, 2015	Total number of valid votes
53	8647	As detailed below

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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
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.	8120	NIL	527
2.	Declaration of dividend on equity shares for the financial year ended March 31, 2015.	8020	NIL	627
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 AGM until the conclusion of the next Annual General Meeting.	8020	NIL	627
4.	Appointment of Mr. Roman Steinoff (DIN No. : 07079541) as Director of the Company, liable to retire by rotation.	8019	1	627
5.	Appointment of Ms. Jayantika Dave (DIN No. : 01585850) as Director of the Company, liable to retire by rotation.	8019	1	627
6.	Appointment of Mr. Venkatesh Valluri (DIN No. : 00047514) as Director of the Company, liable to retire by rotation.	8019	1	627
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.	7219	1	1427
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.	7870	NIL	777

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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
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.	7870	NIL	777

Yours faithfully,

Aditi Misra
ADITI MISRA

Place : Mumbai
Date : September 24, 2015