CIN : L29299PB1994PLC014605

Marshall Machines Limited

Regd. Office & Works :
C-86, Phase-V, Focal Point, LUDHIANA-141 010 (India)
Ph.: +91-161-5012406, 5012407, 5019648, 4600237, 4600238
Email: headoffice@marshallcnc.com Web: www.marshallcnc.com
Automated Solutions Division :
D-116A, Phase-V, Focal Point, LUDHIANA-141 010 (India)
MARSHALL IoTQ CENTRE
75-B, Sector-5, IMT Manesar, Gurgaon. Ph.: 0124-4241813/14/15
Helpline No. 1800-102-4288, 1800-103-4288, 1800-103-3288
MARSHALL AUTOMATION AMERICA, INC.
Suite #23, 2885 North Berkeley Lake Road, NW,
Duluth, GEORGIA-30096 (USA)
Email: sales@marshallautomationamerica.com
Web: www.marshallautomationamerica.com

Marshall/CS/2019-20
01st October, 2019

National Stock Exchange of India Limited
The Listing Department,
Exchange Plaza, Bandra Kurla Complex,
Mumbai-400051
Scrip Code: MARSHALL

Sub: Submission of Voting Results and Scrutinizers Report for 25th Annual General Meeting of the Company

Dear Sir,

This is in reference to 25th Annual General Meeting of Marshall Machines Limited (the Company) was held on 30th September, 2019 at its registered office, C – 86, Phase V, Focal Point, Ludhiana, please find herewith enclosed as mentioned below:

1. Voting results under Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015
2. Report of Scrutinizer dated 01st October, 2019 pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) of the Companies (Management and Administration) Rules, 2014.

Request you to kindly take the same Information on your Record and Acknowledge.

Thanking You,

Yours truly,
For Marshall Machines Limited

Marshall Machines Ltd. LUDHIANA

Shruti Gupta
Company Secretary

SmartFAC
Industry 4.0..*Reimagined!*

• *SUPER OPTIMIZED CNC TURNING CENTRES* • *SMART AUTOMATED CNC MACHINES WITH ROBOTS* • *DOUBLE SPINDLE CNC TURNING CENTRES*
• *SINGLE SPINDLE CNC CHUCKERS* • *TWINTURN CNC MACHINES* • *SMARTCORRECT GAUGING STATIONS*

Details of Voting Results

MARSHALL MACHINES LIMITED

25TH ANNUAL GENERAL MEETING

{Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015}

➢ Date of AGM:	30th September, 2019
➢ Total Number of Shareholders on record date.	348
➢ No. of Shareholders present in the meeting either in person or through proxy: a) Promoter and Promoter group: b) Public:	 4 5
➢ No. of Shareholders attended the meeting through video conferencing: a) Promoter and Promoter group: b) Public:	 NOT APPLICABLE

Marshall Machines Pvt. LUDHIANA

Item No. 1

Adoption of Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the Financial Year ended 31st March, 2019.

Resolution Required: (Ordinary/Special)					Ordinary Resolution			
Whether promoter/promoter group are Interested in the agenda/resolution?					No			
Category	**Mode of Voting**	**No. of Shares held (1)**	**No. of Votes Polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100**	**No. of votes- In favor (4)**	**No. of votes-against (5)**	**% of Votes in favor on votes polled (6)=[(4)/(2)]*100**	**% of Votes against on votes polled (7)=[(5)/(2)]*100**
Promoter and Promoter Group	E-Voting		10678150	100	10678150	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If Applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**10678150**	**10678150**	**100**	**10678150**	**0**	**100**	**0**
Public-Institutions	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If Applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**0**	**0**	**0**	**0**	**0**	**0**	**0**
Public-Non Institutions	E-Voting		12000	0.31	12000	0	100	0
	Poll		4100	0.11	4100	0	100	0
	Postal Ballot (If Applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**3871850**	**16100**	**0.42**	**16100**	**0**	**100**	**0**
Total		**14550000**	**10694250**	**73.50**	**10694250**	**0**	**100**	**0**

Marshall Machines ltd. LUDHIANA

Item No. 2

Re-appointment of Mrs. Archana Sarup (DIN: 07780273), who retires by rotation.

Resolution Required: (Ordinary/Special)					Ordinary Resolution			
Whether promoter/promoter group are Interested in the agenda/resolution?					No			
Category	**Mode of Voting**	**No. of Shares held (1)**	**No. of Votes Polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100**	**No. of votes- In favor (4)**	**No. of votes-against (5)**	**% of Votes in favor on votes polled (6)=[(4)/(2)]*100**	**% of Votes against on votes polled (7)=[(5)/(2)]*100**
Promoter and Promoter Group	E-Voting		10678150	100	10678150	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If Applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**10678150**	**10678150**	**100**	**10678150**	**0**	**100**	**0**
Public-Institutions	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If Applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**0**	**0**	**0**	**0**	**0**	**0**	**0**
Public-Non Institutions	E-Voting		12000	0.31	12000	0	100	0
	Poll		4100	0.11	4100	0	100	0
	Postal Ballot (If Applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**3871850**	**16100**	**0.42**	**16100**	**0**	**100**	**0**
Total		**14550000**	**10694250**	**73.50**	**10694250**	**0**	**100**	**0**

Marshall Machines Pvt. LUDHIANA

Item No. 3

Appointment of Mr. Amanpal Singh (DIN: 08554318) as an Independent Non-Executive Director of the Company.

Resolution Required: (Ordinary/Special)					Ordinary Resolution			
Whether promoter/promoter group are Interested in the agenda/resolution?					No			
Category	**Mode of Voting**	**No. of Shares held (1)**	**No. of Votes Polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100**	**No. of votes- In favor (4)**	**No. of votes-against (5)**	**% of Votes in favor on votes polled (6)=[(4)/(2)]*100**	**% of Votes against on votes polled (7)=[(5)/(2)]*100**
Promoter and Promoter Group	E-Voting		10678150	100	10678150	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If Applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**10678150**	**10678150**	**100**	**10678150**	**0**	**100**	**0**
Public-Institutions	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If Applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**0**	**0**	**0**	**0**	**0**	**0**	**0**
Public-Non Institutions	E-Voting		12000	0.31	12000	0	100	0
	Poll		4100	0.11	4100	0	100	0
	Postal Ballot (If Applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**3871850**	**16100**	**0.42**	**16100**	**0**	**100**	**0**
Total		**14550000**	**10694250**	**73.50**	**10694250**	**0**	**100**	**0**

Mathkal Machines Ltd. LUDHIANA

Item No. 4

Approval for Change in Designation of Mrs. Archana Sarup (DIN: 07780273) from Non-Executive Director to Whole Time Director of the Company.

Resolution Required: (Ordinary/Special)					Special Resolution			
Whether promoter/promoter group are Interested in the agenda/resolution?					No			
Category	**Mode of Voting**	**No. of Shares held** (1)	**No. of Votes Polled** (2)	**% of Votes Polled on outstanding shares** (3)=[(2)/(1)]*100	**No. of votes- In favor** (4)	**No. of votes-against** (5)	**% of Votes in favor on votes polled** (6)=[(4)/(2)]*100	**% of Votes against on votes polled** (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		10678150	100	10678150	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If Applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**10678150**	**10678150**	**100**	**10678150**	**0**	**100**	**0**
Public-Institutions	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If Applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**0**	**0**	**0**	**0**	**0**	**0**	**0**
Public-Non Institutions	E-Voting		12000	0.31	12000	0	100	0
	Poll		4100	0.11	4100	0	100	0
	Postal Ballot (If Applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**3871850**	**16100**	**0.42**	**16100**	**0**	**100**	**0**
Total		**14550000**	**10694250**	**73.50**	**10694250**	**0**	**100**	**0**

Modrall Machines Ltd. LUDHIANA

Item No. 5

Amend the Article of Association of the Company

Resolution Required: (Ordinary/Special)					Special Resolution			
Whether promoter/promoter group are Interested in the agenda/resolution?					No			
Category	**Mode of Voting**	**No. of Shares held** (1)	**No. of Votes Polled** (2)	**% of Votes Polled on outstanding shares** (3)=[(2)/(1)]*100	**No. of votes- In favor** (4)	**No. of votes-against** (5)	**% of Votes in favor on votes polled** (6)=[(4)/(2)]*100	**% of Votes against on votes polled** (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		10678150	100	10678150	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If Applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**10678150**	**10678150**	**100**	**10678150**	**0**	**100**	**0**
Public-Institutions	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If Applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**0**	**0**	**0**	**0**	**0**	**0**	**0**
Public-Non Institutions	E-Voting		12000	0.31	12000	0	100	0
	Poll		4100	0.11	4100	0	100	0
	Postal Ballot (If Applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**3871850**	**16100**	**0.42**	**16100**	**0**	**100**	**0**
Total		**14550000**	**10694250**	**73.50**	**10694250**	**0**	**100**	**0**

Marshall Machines Ltd. LUDHIANA

Report of Scrutinizer(s)
[Pursuant to rule section 109 of the Companies Act, 2013 and rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014]

Chairman of Annual General Meeting of the Equity Shareholders of
MARSHALL MACHINES LIMITED
held on Monday, 30th day of September, 2019 at 09.30 AM
at C - 86, Phase V, Focal Point, Ludhiana.

Dear Sir

I, Rajeev Bhambri, a Company Secretary in whole time practice, have been appointed as Scrutinizer for the purpose of poll taken on the below mentioned resolutions, at the Annual General Meeting of the Equity Shareholders of **MARSHALL MACHINES LIMITED** held on Monday, 30th day of September, 2019 at 09.30 AM at C - 86, Phase V, Focal Point, Ludhiana., submit our report as under:

1. The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and its Rules. My responsibility as Scrutinizer is restricted to provide Report of votes cast "In favour", "Against" and "Invalid" votes based on the report generated from the electronic platform provided by CDSL, the authorized agency to provide e-voting facility, engaged by the company and from the physical voting done at the polling process at the site of holding meeting of shareholders.

2. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in the presence of Scrutinizer with due identification marks placed by him.

3. The locked ballot box was subsequently opened in the presence of Chairman, Scrutinizer and two witnesses and poll papers were diligently scrutinized by him. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations /proxies lodged with the Company.

4. I did not find any poll papers/evoting invalid.

5. The e-voting results were obtained from CDSL website and have been combined in this Report.

6. The combined result of the Physical Poll and Evoting is as under:

RAJEEV BHAMBRI & ASSOCIATES ★ COMPANY SECRETARIES ★ CP-9491

SCO 9, 2nd Floor, Jandu Tower, Miller Ganj, Ludhiana-141 003.
Cell : 99157-10010, 89688-00333 (O) : 0161-4626033
E-mail : rajeev.bhambri@gmail.com

Resolution No.1 (Ordinary Resolution)									
1. To receive, consider and adopt the Audited Financial Statement of the Company for the Financial year ended 31st March, 2019 along with the Reports of Directors and Auditors thereon.									
Total Votes excercised	10694250								
	Votes in favour of the Resolution			Votes against Resolution			Invalid Votes		
Manner of Voting	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%
E- Voting	5	10690150	100.00	0	0	0.00	0	0	0.00
Physical Voting	5	4100		0	0		0	0	0.00
Total	10	10694250		0	0		0	0	0.00
Resolution Passed with requisite majority									

Resolution No.2 (Ordinary Resolution)									
2. To appoint Mrs. Archana Sarup (DIN -07780273), who retires by rotation as a director and being eligible, offers herself for re-appointment									
Total Votes excercised	10694250								
	Votes in favour of the Resolution			Votes against Resolution			Invalid Votes		
Manner of Voting	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%
E- Voting	5	10690150	100.00	0	0	0.00	0	0	0.00
Physical Voting	5	4100		0	0		0	0	0.00
Total	10	10694250		0	0		0	0	0.00
Resolution Passed with requisite majority									

Resolution No.3 (Ordinary Resolution)									
3. To Regularization of Appointment of Mr. Amanpal Singh (DIN: 08554318) as an Independent Non-Executive Director									
Total Votes excercised	10694250								
	Votes in favour of the Resolution			Votes against Resolution			Invalid Votes		
Manner of Voting	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%
E- Voting	5	10690150	100.00	0	0	0.00	0	0	0.00
Physical Voting	5	4100		0	0		0	0	0.00
Total	10	10694250		0	0		0	0	0.00
Resolution Passed with requisite majority									

RAJEEV BHAMBRI & ASSOCIATES ★ COMPANY SECRETARIES ★ CP-9491

Resolution No.4 (Special Resolution)									
4. To Change in Designation of Mrs. Archana Sarup (DIN: 07780273) from Non-Executive Director to Whole Time Director									
Total Votes excercised	10694250								
	Votes in favour of the Resolution			Votes against Resolution			Invalid Votes		
Manner of Voting	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%
E- Voting	5	10690150	100.0000	0	0	0.0000	0	0	0.00
Physical Voting	5	4100		0	0		0	0	0.00
Total	10	10694250		0	0		0	0	0.00
Resolution Passed with requisite majority									

Resolution No.5 (Special Resolution)									
5. Amendment of Article of Association (AOA) of the Company									
Total Votes excercised	10694250								
	Votes in favour of the Resolution			Votes against Resolution			Invalid Votes		
Manner of Voting	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%
E- Voting	5	10690150	100.00	0	0	0.00	0	0	0.00
Physical Voting	5	4100		0	0		0	0	0.00
Total	10	10694250		0	0		0	0	0.00
Resolution Passed with requisite majority									

7. A Compact Disc (soft copy) of list of equity shareholders who voted "FOR", "AGAINST" and those whose Votes were declared invalid, if any, for each resolution is enclosed.

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

Thanking you,

Yours faithfully,

RAJEEV BHAMBRI & ASSOCIATES COMPANY SECRETARIES CP-9491

(RAJEEV BHAMBRI)
Company Secretary in Whole Time Practice
CP No.9491
Date: 01.10.2019
Place: Ludhiana