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/2022-23 ***01.10.2022***

To
National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400 051

SUB: Voting Results of 28th Annual General Meeting along with Scrutinizers Report.

Dear Sir/Madam,

We hereby enclose results of 28th Annual General Meeting of the company held on Friday, 30th day of September, 2022, commenced at 04:00 P.M. and concluded at 04:30 PM at C-86, Phase V, Focal Point, Ludhiana, Punjab - 141010 duly declared along with scrutinizers report.

This is for your information please.

Thanks & Regards,
Sincerely Yours
For MARSHALL MACHINES LIMITED

SIDDHANT SARUP
Digitally signed by SIDDHANT SARUP
Date: 2022.10.01 16:18:16 +05'30'

(Siddhant Sarup)
Wholetime Director
(DIN: 07779416)

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28TH ANNUAL GENERAL MEETING

HELD ON 30TH SEPTEMBER, 2022

Declaration of Results E-Voting and Ballot

As per the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015, the Company had provided the facility for e-voting to the shareholders to enable them to cast their vote electronically on the Resolutions proposed in the Notice of the 28th Annual General Meeting (AGM). The E-voting was open from 27th September, 2022 to 29th September, 2022.

Physical voting was carried out at the 28th AGM. The Board of Directors had appointed Mr. Ansh Bhambri, Practicing Company Secretary (C. P. No. 22626), as the Scrutinizer for e-voting and for the ballot / poll to be conducted at the AGM. The Scrutinizer have carried out the scrutiny of all the electronic votes received up to the close of working hours on 29th September, 2022.

Date of the AGM	**30.09.2022**
Total number of shareholders on record date	5650
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	4
Public:	30
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	NA
Public:	NA

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Resolution No. 1. To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended 31st March, 2022 along with the Reports of Directors and Auditors thereon.

Resolution required: (Ordinary/ Special)						**Ordinary**		
Whether promoter/ promoter group are interested in the agenda/resolution?						NO		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – **in favour**	No. of Votes – **against**	% of Votes **in favour** on votes polled	% of Votes **against** on votes polled
		1	2	3 =[(2)/(1)]* 100	4	5	6 =[(4)/(2)]*100	7 =[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9051126	9051126	100.00	9051126	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		9051126	100.00	9051126	0	100.00	0.00
Public- Institutions	E-Voting	0	0	0	0	0	0.00	0.00
	Poll		0		0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	5498874	34571	0.63	34571		100.00	0.00
	Poll		110	0.00	110	0	0.00	0.00
	Postal Ballot (if applicable)		NA	0.00	NA	NA	NA	NA
	Total		34681	0.63	34681	0	100.00	0.00
Total		14550000	9085807	62.45	9085807	0	100.00	0.00

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Resolution No. 2. To Re-appoint Mrs. Archana Sarup (DIN: 07780273), who retires by rotation as a director and being eligible, offers herself for re-appointment.

Resolution required: (Ordinary/ Special)						**Ordinary**		
Whether promoter/ promoter group are interested in the agenda/resolution?						YES		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – **in favour**	No. of Votes – **against**	% of Votes **in favour** on votes polled	% of Votes **against** on votes polled
		1	2	3 =[(2)/(1)]* 100	4	5	6 =[(4)/(2)]*100	7 =[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9051126	9051126	100.00	9051126	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		9051126	100.00	9051126	0	100.00	0.00
Public- Institutions	E-Voting	0	0	0	0	0	0.00	0.00
	Poll		0		0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	5498874	34571	0.63	34571		100.00	0.00
	Poll		110	0.00	110	0	0.00	0.00
	Postal Ballot (if applicable)		NA	0.00	NA	NA	NA	NA
	Total		34681	0.63	34681	0	100.00	0.00
Total		14550000	9085807	62.45	9085807	0	100.00	0.00

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Resolution No. 3. To re-appoint M/s. S. Sood & Co., Chartered Accountants, Firm Registration No. 010801N as Statutory Auditor of the Company for One Year. (Special Resolution).

Resolution required: (Ordinary/ Special)						**Special**		
Whether promoter/ promoter group are interested in the agenda/resolution?						NO		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – **in favour**	No. of Votes – **against**	% of Votes **in favour** on votes polled	% of Votes **against** on votes polled
		1	2	3 =[(2)/(1)]* 100	4	5	6 =[(4)/(2)]*100	7 =[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9051126	9051126	100.00	9051126	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		9051126	100.00	9051126	0	100.00	0.00
Public- Institutions	E-Voting	0	0	0	0	0	0.00	0.00
	Poll		0		0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	5498874	34571	0.63	34571		100.00	0.00
	Poll		110	0.00	110	0	0.00	0.00
	Postal Ballot (if applicable)		NA	0.00	NA	NA	NA	NA
	Total		34681	0.63	34681	0	100.00	0.00
Total		14550000	9085807	62.45	9085807	0	100.00	0.00

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Resolution No. 4. To regularise the appointment of Mrs. Rita Aggarwal (DIN: 09288976), as Non-Executive & Independent Director. (Ordinary Resolution).

Resolution required: (Ordinary/ Special)						**Ordinary**		
Whether promoter/ promoter group are interested in the agenda/resolution?						NO		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – **in favour**	No. of Votes – **against**	% of Votes **in favour** on votes polled	% of Votes **against** on votes polled
		1	2	3 =[(2)/(1)]* 100	4	5	6 =[(4)/(2)]*100	7 =[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9051126	9051126	100.00	9051126	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		9051126	100.00	9051126	0	100.00	0.00
Public- Institutions	E-Voting	0	0	0	0	0	0.00	0.00
	Poll		0		0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	5498874	34571	0.63	34571		100.00	0.00
	Poll		110	0.00	110	0	0.00	0.00
	Postal Ballot (if applicable)		NA	0.00	NA	NA	NA	NA
	Total		34681	0.63	34681	0	100.00	0.00
Total		14550000	9085807	62.45	9085807	0	100.00	0.00

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Resolution No. 5. To regularise the appointment of Ms. Sharon Arora (DIN: 09450764), as Non-Executive & Independent Director. (Ordinary Resolution).

Resolution required: (Ordinary/ Special)						**Ordinary**		
Whether promoter/ promoter group are interested in the agenda/resolution?						NO		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – **in favour**	No. of Votes – **against**	% of Votes **in favour** on votes polled	% of Votes **against** on votes polled
		1	2	3 =[(2)/(1)]* 100	4	5	6 =[(4)/(2)]*100	7 =[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9051126	9051126	100.00	9051126	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		9051126	100.00	9051126	0	100.00	0.00
Public-Institutions	E-Voting	0	0	0	0	0	0.00	0.00
	Poll		0		0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	5498874	34571	0.63	34571		100.00	0.00
	Poll		110	0.00	110	0	0.00	0.00
	Postal Ballot (if applicable)		NA	0.00	NA	NA	NA	NA
	Total		34681	0.63	34681	0	100.00	0.00
Total		14550000	9085807	62.45	9085807	0	100.00	0.00

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Resolution No. 6. To regularise the appointment of Mr. Anil Singla (DIN: 07404704), as Non-Executive & Independent Director. (Ordinary Resolution).

Resolution required: (Ordinary/ Special)						**Ordinary**		
Whether promoter/ promoter group are interested in the agenda/resolution?						NO		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – **in favour**	No. of Votes – **against**	% of Votes **in favour** on votes polled	% of Votes **against** on votes polled
		1	2	3 =[(2)/(1)]* 100	4	5	6 =[(4)/(2)]*100	7 =[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9051126	9051126	100.00	9051126	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		9051126	100.00	9051126	0	100.00	0.00
Public- Institutions	E-Voting	0	0	0	0	0	0.00	0.00
	Poll		0		0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	5498874	34571	0.63	34571		100.00	0.00
	Poll		110	0.00	110	0	0.00	0.00
	Postal Ballot (if applicable)		NA	0.00	NA	NA	NA	NA
	Total		34681	0.63	34681	0	100.00	0.00
Total		14550000	9085807	62.45	9085807	0	100.00	0.00

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Resolution No. 7. To reappoint Mr. Gaurav Sarup (DIN: 00777489) as Managing Director of the Company. (Special Resolution).

Resolution required: (Ordinary/ Special)						**Special**		
Whether promoter/ promoter group are interested in the agenda/resolution?						YES		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – **in favour**	No. of Votes – **against**	% of Votes **in favour** on votes polled	% of Votes **against** on votes polled
		1	2	3 =[(2)/(1)]* 100	4	5	6 =[(4)/(2)]*100	7 =[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9051126	9051126	100.00	9051126	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		9051126	100.00	9051126	0	100.00	0.00
Public- Institutions	E-Voting	0	0	0	0	0	0.00	0.00
	Poll		0		0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	5498874	34571	0.63	34571		100.00	0.00
	Poll		110	0.00	110	0	0.00	0.00
	Postal Ballot (if applicable)		NA	0.00	NA	NA	NA	NA
	Total		34681	0.63	34681	0	100.00	0.00
Total		14550000	9085807	62.45	9085807	0	100.00	0.00

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Based on the report of Scrutinizer, Seven out of Seven Resolutions, as set out in the Notice of the 28th Annual General Meeting have been duly approved by the Shareholders with requisite majority. Hence, the Seven out of Seven resolutions set out in the Notice of 28th Annual General Meeting of Marshall Machines Limited are declared as approved.

For MARSHALL MACHINES LIMITED

SIDDHANT SARUP
Digitally signed by SIDDHANT SARUP
Date: 2022.10.01 16:18:35 +05'30'

(Siddhant Sarup)
Wholetime Director
(DIN: 07779416)

Dated: 01.10.2022

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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
(CIN: L29299PB1994PLC014605)
held on Friday, 30th day of September, 2022 at 04.00 PM
at C - 86, Phase V, Focal Point, Ludhiana.

Dear Sir

I, Ansh 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 Friday, 30th day of September, 2022 at 04:00 PM 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 / e-voting 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:

BHAMBRI & ASSOCIATES M.No. A60218 C.P. No. 22626

SCO No.9, 2nd Floor, Jandu Towers, Miller Ganj, Ludhiana - 141003
Email: anshbhambrics@yahoo.com Phone No.: 89689-30333 , 0161-4626033

Resolution No.1 (Ordinary Resolution)									
To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended 31st March, 2022 along with the Reports of Directors and Auditors thereon.									
Total Votes excercised	9085807								
	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	8	9085697	100.00	0	0	0.00	0	0	0.00
Physical Voting	6	110		0	0		0	0	0.00
Total	14	9085807		0	0		0	0	0.00
Resolution Passed with requisite majority									

Resolution No.2 (Ordinary Resolution)									
To Re-appoint Mrs. Archana Sarup (DIN: 07780273), who retires by rotation as a director and being eligible, offers himself for re-appointment.									
Total Votes excercised	9085807								
	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	8	9085697	100.00	0	0	0.00	0	0	0.00
Physical Voting	6	110		0	0		0	0	0.00
Total	14	9085807		0	0		0	0	0.00
Resolution Passed with requisite majority									

Resolution No.3 (Special Resolution)									
To re-appoint M/s. S. Sood & Co., Chartered Accountants, Firm Registration No. 010801N as Statutory Auditor of the Company for One Year. (Special Resolution).									
Total Votes excercised	9085807								
	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	8	9085697	100.00	0	0	0.00	0	0	0.00
Physical Voting	6	110		0	0		0	0	0.00
Total	14	9085807		0	0		0	0	0.00
Resolution Passed with requisite majority									

BHAMBRI & ASSOCIATES M.No. A60218 C.P. No. 22626

Resolution No.4 (Ordinary Resolution)									
To regularise the appointment of Mrs. Rita Aggarwal (DIN: 09288976), as Non-Executive & Independent Director. (Ordinary Resolution).									
Total Votes excercised	9085807								
	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	8	9085697	100.00	0	0	0.00	0	0	0.00
Physical Voting	6	110		0	0		0	0	0.00
Total	14	9085807		0	0		0	0	0.00
Resolution Passed with requisite majority									

Resolution No.5 (Ordinary Resolution)									
To regularise the appointment of Ms. Sharon Arora (DIN: 09450764), as Non-Executive & Independent Director. (Ordinary Resolution).									
Total Votes excercised	9085807								
	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	8	9085697	100.00	0	0	0.00	0	0	0.00
Physical Voting	6	110		0	0		0	0	0.00
Total	14	9085807		0	0		0	0	0.00
Resolution Passed with requisite majority									

Resolution No.6 (Ordinary Resolution)									
To regularise the appointment of Mr. Anil Singla (DIN: 07404704), as Non-Executive & Independent Director. (Ordinary Resolution).									
Total Votes excercised	9085807								
	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	8	9085697	100.00	0	0	0.00	0	0	0.00
Physical Voting	6	110		0	0		0	0	0.00
Total	14	9085807		0	0		0	0	0.00
Resolution Passed with requisite majority									

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Resolution No. 7 (Special Resolution)									
To reappoint Mr. Gaurav Sarup (DIN: 00777489) as Managing Director of the Company. (Special Resolution).									
Total Votes excercised		9085807							
	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	8	9085697	100.00	0	0	0.00	0	0	0.00
Physical Voting	6	110		0	0		0	0	0.00
Total	14	9085807		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,

BHAMBRI & ASSOCIATES
M.No. A60218
C.P. No. 22626

(ANSH BHAMBRI)
Company Secretary in Whole Time Practice
CP No. 22626
Date: 01.10.2022
Place: Ludhiana

UDIN: A060218D001112973