Vijay S. Tiwari & Associates
PRACTISING COMPANY SECRETARY

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FORM No. MGT-13
REPORT OF SCRUTINIZER
[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Grand Foundry Limited

Subject: **Twenty Sixth Annual General Meeting of the Shareholders of Grand Foundry Limited held on Thursday, September 27, 2018 at 10.00 am the Gold Coins, 6- Arun Chambers, Next to A/C Market, Tardeo Road, Mumbai-400034**

Respected Chairman,

I, **Vijay S. Tiwari & Associates**, Company Secretaries in Practice, were appointed as Scrutinizer pursuant to Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, for the purpose of scrutinizing the remote e-voting process and voting by poll taken at the Twenty Sixth Annual General Meeting of Equity Shareholders of Grand Foundry Limited held on Thursday, September 27, 2018 at 10.00 am at Gold Coins, 6- Arun Chambers, Next To A/C Market, Tardeo Road, Mumbai-400034

We therefore submit my report as under:

A. Relating to Remote E-Voting:

1. The remote e-voting period remained open from 9.00 am on Monday, September 24, 2018 up to 5.00 pm on Thursday, September 27, 2018.

2. The Annual Report and the Notice of Annual General Meeting was sent by electronic mode to those Members whose email ids were registered with the Depository Participants and for other Members, hard copy of the Annual Report was sent by post.



B. **Relating to Voting By Poll:**

1. After the time fixed for closing of the poll by the Chairman, one (1) ballot box kept for polling was locked in my presence with due identification marks placed by me.

2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized, serially numbered and initialled by me.

3. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations lodged with the Company. I did not find any poll papers invalid.

C. **Result of E-Voting and Poll is as under:**

1. The voting rights were reckoned as on September 20, 2018, being the cut-off date for the purpose of deciding the entitlements of Members at the remote e-voting and voting at the meeting.

2. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked on September 27, 2018 at 5.00 pm in presence of two witnesses, namely Mr. Vijaykumar Tiwari and Mr. Devesh Bhati who are not in employment of the Company.

   Thereafter, the ballot boxes were opened and polling papers were removed and examined.

3. The details of equity shareholders, who voted 'For / Against' was extracted from the polling papers and the list of equity shareholders who voted 'For / Against' were downloaded from the e-voting website of NSDL www.evotingindia.co.in.

4. The combined results of the remote e-voting and Poll is as under:

   Resolution No. 1: To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2018 together with the reports of the Auditors and Board of Directors.



(a) Voted **in favour** of the resolution:

	Remote E-voting	Voting by Poll	Total
Number of members present and voting (in person or by proxy)	16	21	37
Number of votes cast by them	48074	946750	994824
% of total number of valid votes cast	100%	100%	100%

(b) Voted **against** the resolution:

	Remote E-voting	Voting by Poll	Total
Number of members present and voting (in person or by proxy)	-	-	-
Number of votes cast by them	-	-	-
% of total number of valid votes cast	-	-	-

(c) Invalid Votes:

	Remote E-voting	Voting by Poll	Total
Number of members present and voting (in person or by proxy)	-	-	-
Number of votes cast by them	-	-	-



Resolution No. 2: Re-appointment of Mr. Kiran Jangla (DIN: 01246423), Director who retires by rotation.

(a) Voted **in favour** of the resolution:

	Remote E-voting	Voting by Poll	Total
Number of members present and voting (in person or by proxy)	16	21	37
Number of votes cast by them	48074	946750	994824
% of total number of valid votes cast	100%	100%	100%

(b) Voted **against** the resolution:

	Remote E-voting	Voting by Poll	Total
Number of members present and voting (in person or by proxy)	-	-	-
Number of votes cast by them	-	-	-
% of total number of valid votes cast	-	-	-

(c) Invalid Votes:

	Remote E-voting	Voting by Poll	Total
Number of members present and voting (in person or by proxy)	-	-	-
Number of votes cast by them	-	-	-



Resolution No. 3 – Appointment of Vijay V Dedhia & Co, Chartered Accountants, Mumbai as Statutory Auditors of the Company.

(a) Voted **in favour** of the resolution:

	Remote E-voting	Voting by Poll	Total
Number of members present and voting (in person or by proxy)	16	21	37
Number of votes cast by them	48074	946750	994824
% of total number of valid votes cast	100%	100%	100%

(b) Voted **against** the resolution:

	Remote E-voting	Voting by Poll	Total
Number of members present and voting (in person or by proxy)	-	-	-
Number of votes cast by them	-	-	-
% of total number of valid votes cast	-	-	-

(c) Invalid Votes:

	Remote E-voting	Voting by Poll	Total
Number of members present and voting (in person or by proxy)	-	-	-
Number of votes cast by them	-	-	-



5. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorised by the Board for safe keeping.

For **Vijay S. Tiwari & Associates**
Company Secretaries

Vijaykumar S. Tiwari
Membership Number: A33084
CP Number : 12220

Place : Mumbai
Date : September 28, 2018

VIJAY S. TIWARI & ASSOCIATE
VIJAY S. TIWARI
C.P. No. 12220
ACS NO. 33084
PRACTICING COMPANY SECRETARY