AMBARISH CHATTERJEE
FCS

A 395, SECTOR 19,
NOIDA 201301

SCRUTINIZER'S REPORT

(Pursuant to rule section 109 of the Companies Act, 2013 and Rule 21 of Rules) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman,

Maan Aluminium Limited,

3/8, II Floor,

Asaf Ali Road

New Delhi- 110002

Dear Sir,

Sub: **Scrutinizer Report on e- voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.**

1. I, Ambarish Chatterjee, Secretary in Whole Time Practice, have been appointed as a Scrutinizer of Maan Aluminium Limited ("the Company") pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the e- voting process carried out as per the provision of the Companies Act, 2013 on the resolution (s) contained in the notice to the Eleventh (11th) Annual General Meeting of the members of the Company to be held on September 30, 2014 at The Connaught, 37, Shaheed Bhagat Singh Marg, Next to Shivaji Stadium, New Delhi- 110001.

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the rules relating to voting through electronic means, on the resolutions contained in the notice of the aforesaid Annual General Meeting. My responsibility as a scrutinizer for e-voting process is restricted to make a scrutinizer's report of the votes cast in favour or against the resolutions based on the reports generated from e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

3. Further to the above, I submit my report as under:

(i) The e-voting period remained open from Wednesday, September 24, 2014 (9:30 a.m. IST) to Friday, September 26, 2014 (5:30 p.m. IST).

(ii) The Shareholders holding shares as on the "cut off" date, i.e., September 05, 2014 were entitled to vote on the proposed resolutions (Item nos. 1 to 18 as set out in the Notice of 11th AGM of Maan Aluminium Limited).

(iii) The votes were unblocked on September 27, 2014 in the presence of two witnesses, Mr. Rohit Babbar having address at Block 5, Street No. 9, Home No. 1, Geeta Colony, Delhi 110031 and Ms. Shivani Arora, having address at 303, East of Kailash, Sant Nagar, New Delhi 110062 who are not in the employment of the Company.

(iv) Thereafter the details, containing, inter-alia, list of equity shareholders, who voted "FOR" and "AGAINST", were downloaded from the e- voting website of Central Depository Services (India) Limited ("the agency").



(v) The Result of the e- voting is as under:

A) RESOLUTION 1:- Ordinary Resolution to consider and adopt the Audited Balance Sheet of the Company as at March 31, 2014 and Statement of Profit & Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

(i) Details of voting by electronic mode, as received from the agency is as follows:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)
Total votes received by electronic mode	34	1609515
Less: Total number of invalid votes	0	0
Total number of valid votes	34	1609515

(ii) Details of voting:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)	% of total number of valid votes cast
Total Votes received by electronic mode	34	1609515	100.00
Assented to the resolution	34	1609515	100.00
Dissented to the resolution	0	0	0

B) **RESOLUTION 2:- Ordinary Resolution to appoint a director in place of Mr. Sunil Kumar Shandilya (DIN 02708445), who retires from office by rotation and being eligible, offers himself for re – appointment.**

(i) Details of voting by electronic mode, as received from the agency is as follows:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)
Total votes received by electronic mode	34	1609515
Less: Total number of invalid votes	0	0
Total number of valid votes	34	1609515

(ii) Details of voting:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)	% of total number of valid votes cast
Total Votes received by electronic mode	34	1609515	100.00
Assented to the resolution	32	1608690	99.95
Dissented to the resolution	2	825	0.05

C) **RESOLUTION 3:- Ordinary Resolution to appoint a director in place of Mr. Adish Jain (DIN 03042470), who retires from office by rotation and being eligible, offers himself for re – appointment.**

(i) Details of voting by electronic mode, as received from the agency is as follows:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)
Total Votes received by electronic mode	34	1609515
Less: Total number of invalid votes	0	0
Total number of valid votes	34	1609515

(ii) Details of voting:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)	% of total number of valid votes cast
Total Votes received by electronic mode	34	1609515	100.00
Assented to the resolution	21	1361519	84.59
Dissented to the resolution	13	247996	15.41

D) RESOLUTION 4:- Ordinary Resolution to re-appoint M/s. Khandelwal and Khandelwal Associates, Chartered Accountants, Indore (Firm Registration No. 008389C) as Statutory Auditors of the Company and fixation.

(i) Details of voting by electronic mode, as received from the agency is as follows:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)
Total Votes received by electronic mode	34	1609515
Less: Total number of invalid votes	0	0
Total number of valid votes	34	1609515

(ii) Details of voting:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)	% of total number of valid votes cast
Total Votes received by electronic mode	34	1609515	100.00
Assented to the resolution	33	1608715	99.95
Dissented to the resolution	1	800	0.05

E) RESOLUTION 5:- Ordinary Resolution to appoint Mr. Rajesh Jain (DIN 02854873) as an independent director

(i) Details of voting by electronic mode, as received from the agency is as follows:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)
Total Votes received by electronic mode	34	1609515
Less: Total number of invalid votes	0	0
Total number of valid votes	34	1609515

(ii) Details of voting:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)	% of total number of valid votes cast
Total Votes received by electronic mode	34	1609515	100.00
Assented to the resolution	17	412266	25.61
Dissented to the resolution	17	1197249	74.39



F) RESOLUTION 6:- Ordinary Resolution to appoint Mr. Ashok Jain (DIN 02979833) as an independent director

(i) Details of voting by electronic mode, as received from the agency is as follows:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)
Total Votes received by electronic mode	34	1609515
Less: Total number of invalid votes	0	0
Total number of valid votes	34	1609515

(ii) Details of voting:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)	% of total number of valid votes cast
Total Votes received by electronic mode	34	1609515	100.00
Assented to the resolution	17	412266	25.61
Dissented to the resolution	17	1197249	74.39



G) RESOLUTION 7:- Ordinary Resolution to appoint Mr. Amit Jain (DIN 03498081) as an independent director

(i) Details of voting by electronic mode, as received from the agency is as follows:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)
Total Votes received by electronic mode	34	1609515
Less: Total number of invalid votes	0	0
Total number of valid votes	34	1609515

(ii) Details of voting:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)	% of total number of valid votes cast
Total Votes received by electronic mode	34	1609515	100.00
Assented to the resolution	16	411666	25.56
Dissented to the resolution	18	1198049	74.44



H) RESOLUTION 8:- Ordinary Resolution to appoint Mr. Abhinav Jain (DIN 06624402) as an independent director

(i) Details of voting by electronic mode, as received from the agency is as follows:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)
Total Votes received by electronic mode	33	1609436
Less: Total number of invalid votes	0	0
Total number of valid votes	33	1609436

(ii) Details of voting:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)	% of total number of valid votes cast
Total Votes received by electronic mode	33	1609436	100.00
Assented to the resolution	19	1347865	83.74
Dissented to the resolution	14	261571	16.26

I) **RESOLUTION 9:- Ordinary Resolution to appoint Mr. Sunil Jain (DIN 00810534) as an independent director**

(i) Details of voting by electronic mode, as received from the agency is as follows:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)
Total Votes received by electronic mode	34	1609515
Less: Total number of invalid votes	0	0
Total number of valid votes	34	1609515

(ii) Details of voting:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)	% of total number of valid votes cast
Total Votes received by electronic mode	34	1609515	100.00
Assented to the resolution	21	1361519	84.59
Dissented to the resolution	13	247996	15.41

J) **RESOLUTION 10:- Ordinary Resolution to appoint Mr. Ankur Jain (DIN 06614909) as an independent director**

(i) Details of voting by electronic mode, as received from the agency is as follows:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)
Total Votes received by electronic mode	34	1609515
Less: Total number of invalid votes	0	0
Total number of valid votes	34	1609515

(ii) Details of voting:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)	% of total number of valid votes cast
Total Votes received by electronic mode	34	1609515	100.00
Assented to the resolution	21	1361519	84.59
Dissented to the resolution	13	247996	15.41

K) RESOLUTION 11:- Ordinary Resolution to appoint Mr. Sachit Jain (DIN 00274767) as an independent director

(i) Details of voting by electronic mode, as received from the agency is as follows:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)
Total Votes received by electronic mode	34	1609515
Less: Total number of invalid votes	0	0
Total number of valid votes	34	1609515

(ii) Details of voting:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)	% of total number of valid votes cast
Total Votes received by electronic mode	34	1609515	100.00
Assented to the resolution	21	1361519	84.59
Dissented to the resolution	13	247996	15.41

L) RESOLUTION 12:- Ordinary Resolution to appoint Mr. Shailesh Surendra Choksi (DIN 00548215) as an independent director

(i) Details of voting by electronic mode, as received from the agency is as follows:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)
Total Votes received by electronic mode	34	1609515
Less: Total number of invalid votes	0	0
Total number of valid votes	34	1609515

(ii) Details of voting:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)	% of total number of valid votes cast
Total Votes received by electronic mode	34	1609515	100.00
Assented to the resolution	21	1361519	84.59
Dissented to the resolution	13	247996	15.41

M) RESOLUTION 13:- Ordinary Resolution to appoint Mr. Kavish Shailesh Choksi (DIN 02528331) as an independent director

(i) Details of voting by electronic mode, as received from the agency is as follows:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)
Total Votes received by electronic mode	34	1609515
Less: Total number of invalid votes	0	0
Total number of valid votes	34	1609515

(ii) Details of voting:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)	% of total number of valid votes cast
Total Votes received by electronic mode	34	1609515	100.00
Assented to the resolution	21	1361519	84.59
Dissented to the resolution	13	247996	15.41

N) RESOLUTION 14:- Special Resolution to approve variations in terms of appointment of Mr. Ravinder Nath Jain as Executive Chairman.

(i) Details of voting by electronic mode, as received from the agency is as follows:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)
Total Votes received by electronic mode	34	1609515
Less: Total number of invalid votes	0	0
Total number of valid votes	34	1609515

(ii) Details of voting:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)	% of total number of valid votes cast
Total Votes received by electronic mode	34	1609515	100.00
Assented to the resolution	32	1608690	99.95
Dissented to the resolution	2	825	0.05

O) RESOLUTION 15:- Special Resolution to approve variations in terms of appointment of Mr. Mohinder Jain as Managing Director:

(i) Details of voting by electronic mode, as received from the agency is as follows:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)
Total Votes received by electronic mode	34	1609515
Less: Total number of invalid votes	0	0
Total number of valid votes	34	1609515

(ii) Details of voting:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)	% of total number of valid votes cast
Total Votes received by electronic mode	34	1609515	100.00
Assented to the resolution	21	1361519	84.59
Dissented to the resolution	13	247996	15.41

P) RESOLUTION 16:- Special Resolution to approve the borrowing limits of the Company:

(i) Details of voting by electronic mode, as received from the agency is as follows:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)
Total Votes received by electronic mode	34	1609515
Less: Total number of invalid votes	0	0
Total number of valid votes	34	1609515

(ii) Details of voting:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)	% of total number of valid votes cast
Total Votes received by electronic mode	34	1609515	100.00
Assented to the resolution	34	1609515	100.00
Dissented to the resolution	0	0	0

Q) RESOLUTION 17:- Ordinary Resolution to re-appoint M/s Vinod Bhatt & Associate (Membership No. 23745), as the Cost Auditor Company:

(i) Details of voting by electronic mode, as received from the agency is as follows:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)
Total Votes received by electronic mode	34	1609515
Less: Total number of invalid votes	0	0
Total number of valid votes	34	1609515

(ii) Details of voting:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)	% of total number of valid votes cast
Total Votes received by electronic mode	34	1609515	100.00
Assented to the resolution	34	1609515	100.00
Dissented to the resolution	0	0	0

R) RESOLUTION 18:- Ordinary Resolution to appoint Ms. Priti Jain (DIN 01007557) as Director to retire by rotation:

(i) Details of voting by electronic mode, as received from the agency is as follows:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)
Total Votes received by electronic mode	34	1609515
Less: Total number of invalid votes	0	0
Total number of valid votes	34	1609515



(ii) Details of voting:

Particulars	Number of members who cast electronically	No. of Equity Shares of the Nominal Value of Rs. 10/- each (votes)	% of total number of valid votes cast
Total Votes received by electronic mode	34	1609515	100.00
Assented to the resolution	26	492073	30.57
Dissented to the resolution	8	1117442	69.43

Yours Sincerely,

By the hand of



Ambarish Chatterjee

Secretary in Whole Time Practice

Membership No. FCS 2806

CP No. 1655

Camp: New Delhi

Date: September 29, 2014