

27<sup>th</sup> September, 2017

To,  
**BSE Ltd.**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Fort, Mumbai – 400 001

To,  
**National Stock Exchange of India Ltd.**  
Exchange Plaza,  
Bandra – Kurla Complex,  
Bandra (East), Mumbai 400 051

**Security Code BSE: 504008 (Equity)**

**Security Symbol NSE: EMCO**

**Subject: Voting result and Consolidated Scrutinizer's report of 52<sup>nd</sup> Annual General Meeting held on 25<sup>th</sup> September, 2017**

Dear Sir/ Madam,

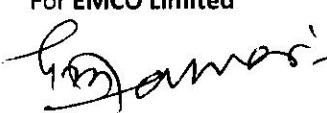
In continuation of earlier letter dated 26<sup>th</sup> September, 2017, 52<sup>nd</sup> Annual General Meeting ("52<sup>nd</sup> AGM") of the Company was held on Monday, 25<sup>th</sup> September, 2017 at the Registered Office of the Company situated at N-104, MIDC Area, Mehrun, Jalgaon 425 003, Maharashtra, India commenced at 11:30 A.M and concluded at 12:40 P.M, We would like to further submit herewith the following documents in this regard:

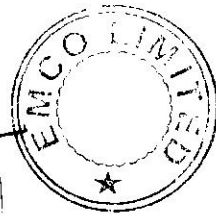
1. Voting Results (E-voting and Poll) on the resolutions covered under agenda nos. 1 to 7 as set forth in the notice of 52<sup>nd</sup> AGM of the Company, pursuant to Regulation 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Consolidated Report of Scrutinizer on Voting through remote e-voting and voting at 52<sup>nd</sup> AGM in terms of Companies Act, 2013 read with the rules framed thereunder and applicable provisions of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (LODR)

The voting result and consolidated Scrutinizer's report are also available on the website of the Company at [www.emco.co.in](http://www.emco.co.in)

We request you to kindly take this information on your record.

Thanking you,  
Yours faithfully,  
For EMCO Limited

  
.....  
**Ganesh Tawari**  
**Company Secretary & Compliance Officer**



Encl: as above



Voting Results under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

|                                                                                      |                      |
|--------------------------------------------------------------------------------------|----------------------|
| <b>Date of the AGM</b>                                                               | 25th September, 2017 |
| <b>Total number of shareholders on 18.09.2017 (Record date)</b>                      | 26,260               |
| <b>No. of shareholders present in the meeting either in person or through proxy:</b> |                      |
| Promoter and Promoter's Group                                                        | 6                    |
| Public                                                                               | 39                   |
| <b>No. of Shareholders attended the meeting through Video Conferencing</b>           |                      |
| Promoter and Promoter's Group                                                        | Not Applicable       |
| Public                                                                               | Not Applicable       |
| <b>No. of Resolution passed in the meeting</b>                                       | 7                    |



| EMCO Limited                                                              |                               |                    |                                                                                                                                                                                                                                                           |                                         |                          |                       |                                      |                                    |
|---------------------------------------------------------------------------|-------------------------------|--------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Resolution Required : Ordinary                                            |                               |                    | To receive, consider and adopt the Audited Financial Statements including Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2017 together with the Reports of the Board of Directors and Auditors thereon |                                         |                          |                       |                                      |                                    |
| 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                      | 30720998           | 0                                                                                                                                                                                                                                                         | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | Poll                          |                    | 30720998                                                                                                                                                                                                                                                  | 100.00                                  | 30720998                 | 0                     | 100.00                               | 0.00                               |
|                                                                           | Postal Ballot (If applicable) |                    | 0                                                                                                                                                                                                                                                         | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | Total                         |                    | 30720998                                                                                                                                                                                                                                                  | 100.00                                  | 30720998                 | 0                     | 100                                  | 0.00                               |
|                                                                           |                               |                    |                                                                                                                                                                                                                                                           |                                         |                          |                       |                                      |                                    |
| Public Institutions                                                       | E-Voting                      | 531781             | 0                                                                                                                                                                                                                                                         | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | Poll                          |                    | 0                                                                                                                                                                                                                                                         | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | Postal Ballot (If applicable) |                    | 0                                                                                                                                                                                                                                                         | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | Total                         |                    | 0                                                                                                                                                                                                                                                         | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           |                               |                    |                                                                                                                                                                                                                                                           |                                         |                          |                       |                                      |                                    |
| Public Non Institutions                                                   | E-Voting                      | 36523104           | 988835                                                                                                                                                                                                                                                    | 2.71                                    | 988834                   | 1                     | 100.00                               | 0.00                               |
|                                                                           | Poll                          |                    | 152189                                                                                                                                                                                                                                                    | 0.42                                    | 152189                   | 0                     | 100.00                               | 0.00                               |
|                                                                           | Postal Ballot (If applicable) |                    | 0                                                                                                                                                                                                                                                         | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | Total                         |                    | 1141024                                                                                                                                                                                                                                                   | 3.12                                    | 1141023                  | 1                     | 100.00                               | 0.00                               |
|                                                                           |                               |                    |                                                                                                                                                                                                                                                           |                                         |                          |                       |                                      |                                    |
| Total                                                                     |                               | 67775883           | 31862022                                                                                                                                                                                                                                                  | 47.01                                   | 31862021                 | 1                     | 100.00                               | 0.00                               |

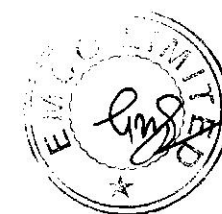
| EMCO Limited                                           |                               |                    |                                                                                                                                                           |                                         |                          |                       |                                      |                                    |
|--------------------------------------------------------|-------------------------------|--------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Resolution Required : Ordinary                         |                               |                    | Re- appointment of Mr. Rajesh S. Jain (DIN: 00005829), Whole Time Director, who retires by rotation and being eligible, offers himself for re-appointment |                                         |                          |                       |                                      |                                    |
| Whether promoter/ promoter group are interested in the |                               |                    | 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                      | 30720998           | 0                                                                                                                                                         | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Poll                          |                    | 30720998                                                                                                                                                  | 100.00                                  | 30720998                 | 0                     | 100.00                               | 0.00                               |
|                                                        | Postal Ballot (If applicable) |                    | 0                                                                                                                                                         | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Total                         |                    | 30720998                                                                                                                                                  | 100.00                                  | 30720998                 | 0                     | 100.00                               | 0.00                               |
| Public Institutions                                    | E-Voting                      | 531781             | 0                                                                                                                                                         | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Poll                          |                    | 0                                                                                                                                                         | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Postal Ballot (If applicable) |                    | 0                                                                                                                                                         | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Total                         |                    | 0                                                                                                                                                         | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
| Public Non Institutions                                | E-Voting                      | 36523104           | 988835                                                                                                                                                    | 2.71                                    | 988764                   | 71                    | 99.99                                | 0.01                               |
|                                                        | Poll                          |                    | 152189                                                                                                                                                    | 0.42                                    | 152189                   | 0                     | 100.00                               | 0.00                               |
|                                                        | Postal Ballot (If applicable) |                    | 0                                                                                                                                                         | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Total                         |                    | 1141024                                                                                                                                                   | 3.12                                    | 1140953                  | 71                    | 99.99                                | 0.01                               |
| Total                                                  |                               | 67775883           | 31862022                                                                                                                                                  | 47.01                                   | 31861951                 | 71                    | 100.00                               | 0.00                               |



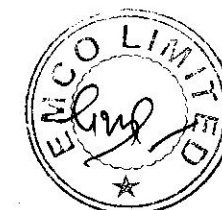
| EMCO Limited                                           |                               |                    |                                                                                                                                  |                                         |                          |                       |                                      |                                    |
|--------------------------------------------------------|-------------------------------|--------------------|----------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Resolution Required : Ordinary                         |                               |                    | Ratification of Appointment of M/s Chaturvedi & Shah, Chartered Accountants as statutory Auditors and to fix their remuneration. |                                         |                          |                       |                                      |                                    |
| Whether promoter/ promoter group are interested in the |                               |                    | 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                      | 30720998           | 0                                                                                                                                | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Poll                          |                    | 30720998                                                                                                                         | 100.00                                  | 30720998                 | 0                     | 100.00                               | 0.00                               |
|                                                        | Postal Ballot (If applicable) |                    | 0                                                                                                                                | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Total                         |                    | 30720998                                                                                                                         | 100.00                                  | 30720998                 | 0                     | 100                                  | 0.00                               |
| Public Institutions                                    | E-Voting                      | 531781             | 0                                                                                                                                | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Poll                          |                    | 0                                                                                                                                | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Postal Ballot (If applicable) |                    | 0                                                                                                                                | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Total                         |                    | 0                                                                                                                                | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
| Public Non Institutions                                | E-Voting                      | 36523104           | 988835                                                                                                                           | 2.71                                    | 988834                   | 1                     | 100.00                               | 0.00                               |
|                                                        | Poll                          |                    | 152189                                                                                                                           | 0.42                                    | 152189                   | 0                     | 100.00                               | 0.00                               |
|                                                        | Postal Ballot (If applicable) |                    | 0                                                                                                                                | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Total                         |                    | 1141024                                                                                                                          | 3.12                                    | 1141023                  | 1                     | 100.00                               | 0.00                               |
| Total                                                  |                               | 67775883           | 31862022                                                                                                                         | 47.01                                   | 31862021                 | 1                     | 100.00                               | 0.00                               |



| EMCO Limited                                           |                               |                    |                                                                               |                                         |                          |                       |                                      |                                    |
|--------------------------------------------------------|-------------------------------|--------------------|-------------------------------------------------------------------------------|-----------------------------------------|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Resolution Required : Special                          |                               |                    | Re-appointment of Mr. Rajesh S. Jain as a whole Time Director of the company. |                                         |                          |                       |                                      |                                    |
| Whether promoter/ promoter group are interested in the |                               |                    | 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]                                                                           | $[3]=\{[2]/[1]\} \times 100$            | [4]                      | [5]                   | $[6]=\{[4]/[2]\} \times 100$         | $[7]=\{[5]/[2]\} \times 100$       |
| Promoter and Promoter Group                            | E-Voting                      | 30720998           | 0                                                                             | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Poll                          |                    | 0                                                                             | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Postal Ballot (If applicable) |                    | 0                                                                             | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Total                         |                    | 0                                                                             | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
| Public Institutions                                    | E-Voting                      | 531781             | 0                                                                             | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Poll                          |                    | 0                                                                             | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Postal Ballot (If applicable) |                    | 0                                                                             | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Total                         |                    | 0                                                                             | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
| Public Non Institutions                                | E-Voting                      | 36523104           | 988835                                                                        | 2.71                                    | 988754                   | 81                    | 99.99                                | 0.01                               |
|                                                        | Poll                          |                    | 89214                                                                         | 0.24                                    | 89214                    | 0                     | 100.00                               | 0.00                               |
|                                                        | Postal Ballot (If applicable) |                    | 0                                                                             | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Total                         |                    | 1078049                                                                       | 2.95                                    | 1077968                  | 81                    | 99.99                                | 0.01                               |
| Total                                                  |                               | 67775883           | 1078049                                                                       | 1.59                                    | 1077968                  | 81                    | 99.99                                | 0.01                               |



| EMCO Limited                                           |                               |                    |                                                                              |                                         |                          |                       |                                      |                                    |
|--------------------------------------------------------|-------------------------------|--------------------|------------------------------------------------------------------------------|-----------------------------------------|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Resolution Required : Ordinary                         |                               |                    | Appointment of Mrs. Archana Capoor as an Independent Director of the Company |                                         |                          |                       |                                      |                                    |
| Whether promoter/ promoter group are interested in the |                               |                    | 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                      | 30720998           | 0                                                                            | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Poll                          |                    | 30720998                                                                     | 100.00                                  | 30720998                 | 0                     | 100.00                               | 0.00                               |
|                                                        | Postal Ballot (If applicable) |                    | 0                                                                            | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Total                         |                    | 30720998                                                                     | 100.00                                  | 30720998                 | 0                     | 100.00                               | 0.00                               |
| Public Institutions                                    | E-Voting                      | 531781             | 0                                                                            | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Poll                          |                    | 0                                                                            | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Postal Ballot (If applicable) |                    | 0                                                                            | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Total                         |                    | 0                                                                            | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
| Public Non Institutions                                | E-Voting                      | 36523104           | 988835                                                                       | 2.71                                    | 988364                   | 471                   | 99.95                                | 0.05                               |
|                                                        | Poll                          |                    | 152189                                                                       | 0.42                                    | 152189                   | 0                     | 100.00                               | 0.00                               |
|                                                        | Postal Ballot (If applicable) |                    | 0                                                                            | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Total                         |                    | 1141024                                                                      | 3.12                                    | 1140553                  | 471                   | 99.96                                | 0.04                               |
| Total                                                  |                               | 67775883           | 31862022                                                                     | 47.01                                   | 31861551                 | 471                   | 100.00                               | 0.00                               |



| EMCO Limited                                           |                               |                    |                                                                                  |                                         |                          |                       |                                      |                                    |
|--------------------------------------------------------|-------------------------------|--------------------|----------------------------------------------------------------------------------|-----------------------------------------|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Resolution Required : Ordinary                         |                               |                    | Ratification of remuneration to Cost of Auditors for the Financial Year 2017-18. |                                         |                          |                       |                                      |                                    |
| Whether promoter/ promoter group are interested in the |                               |                    | 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                      | 30720998           | 0                                                                                | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Poll                          |                    | 30720998                                                                         | 100.00                                  | 30720998                 | 0                     | 100.00                               | 0.00                               |
|                                                        | Postal Ballot (If applicable) |                    | 0                                                                                | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | <b>Total</b>                  |                    | <b>30720998</b>                                                                  | <b>100.00</b>                           | <b>30720998</b>          | <b>0</b>              | <b>100.00</b>                        | <b>0.00</b>                        |
| Public Institutions                                    | E-Voting                      | 531781             | 0                                                                                | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Poll                          |                    | 0                                                                                | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Postal Ballot (If applicable) |                    | 0                                                                                | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | <b>Total</b>                  |                    | <b>0</b>                                                                         | <b>0.00</b>                             | <b>0</b>                 | <b>0</b>              | <b>0.00</b>                          | <b>0.00</b>                        |
| Public Non Institutions                                | E-Voting                      | 36523104           | 988835                                                                           | 2.71                                    | 988834                   | 1                     | 100.00                               | 0.00                               |
|                                                        | Poll                          |                    | 152189                                                                           | 0.42                                    | 152189                   | 0                     | 100.00                               | 0.00                               |
|                                                        | Postal Ballot (If applicable) |                    | 0                                                                                | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | <b>Total</b>                  |                    | <b>1141024</b>                                                                   | <b>3.12</b>                             | <b>1141023</b>           | <b>1</b>              | <b>100.00</b>                        | <b>0.00</b>                        |
| <b>Total</b>                                           |                               | <b>67775883</b>    | <b>31862022</b>                                                                  | <b>47.01</b>                            | <b>31862021</b>          | <b>1</b>              | <b>100.00</b>                        | <b>0.00</b>                        |



| EMCO Limited                                           |                               |                    |                                                                      |                                         |                          |                       |                                      |                                    |
|--------------------------------------------------------|-------------------------------|--------------------|----------------------------------------------------------------------|-----------------------------------------|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Resolution Required : Special                          |                               |                    | Change in Place of Keeping and Inspection of Registers, Returns etc. |                                         |                          |                       |                                      |                                    |
| Whether promoter/ promoter group are interested in the |                               |                    | 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                      | 30720998           | 0                                                                    | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Poll                          |                    | 30720998                                                             | 100.00                                  | 30720998                 | 0                     | 100.00                               | 0.00                               |
|                                                        | Postal Ballot (If applicable) |                    | 0                                                                    | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | <b>Total</b>                  |                    | <b>30720998</b>                                                      | <b>100.00</b>                           | <b>30720998</b>          | <b>0</b>              | <b>100</b>                           | <b>0.00</b>                        |
| Public Institutions                                    | E-Voting                      | 531781             | 0                                                                    | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Poll                          |                    | 0                                                                    | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | Postal Ballot (If applicable) |                    | 0                                                                    | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | <b>Total</b>                  |                    | <b>0</b>                                                             | <b>0.00</b>                             | <b>0</b>                 | <b>0</b>              | <b>0.00</b>                          | <b>0.00</b>                        |
| Public Non Institutions                                | E-Voting                      | 36523104           | 988835                                                               | 2.71                                    | 988764                   | 71                    | 99.99                                | 0.01                               |
|                                                        | Poll                          |                    | 152189                                                               | 0.42                                    | 152189                   | 0                     | 100.00                               | 0.00                               |
|                                                        | Postal Ballot (If applicable) |                    | 0                                                                    | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                        | <b>Total</b>                  |                    | <b>1141024</b>                                                       | <b>3.12</b>                             | <b>1140953</b>           | <b>71</b>             | <b>99.99</b>                         | <b>0.01</b>                        |
| <b>Total</b>                                           |                               | <b>67775883</b>    | <b>31862022</b>                                                      | <b>47.01</b>                            | <b>31861951</b>          | <b>71</b>             | <b>100.00</b>                        | <b>0.00</b>                        |



# MAKARAND M. JOSHI & CO.

## Company Secretaries

Ecstasy, 803/804, 9th Floor, City of Joy, J.S.D Road, Mulund (West), Mumbai- 400080, (T) 022- 21678100

### Consolidated Report of Scrutinizer on remote e-voting and voting at the 52<sup>nd</sup> Annual General Meeting

To,

The Chairman,

Of 52<sup>nd</sup> Annual General Meeting (AGM) of the Shareholders of EMCO Limited (hereinafter referred as the "Company"), held on Monday, 25<sup>th</sup> September , 2017 at 11.30 a.m. at the registered office of the company at N-104, M.I.D.C. Area, Mehrun, Jalgaon - 425 003, Maharashtra.

Dear Sir,

**Re: Scrutinizer's Report on voting through remote e-voting and voting at the AGM in terms of provisions of the Companies Act, 2013 read with the Rules issued thereunder and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.**

- A. I, Kumudini Bhalerao, Partner of M/s. Makarand M. Joshi & Co., Practicing Company Secretaries, appointed as Scrutinizer in the meeting of Board of Directors of the Company held on 27<sup>th</sup> May, 2017 to conduct the following:
- (i) **Remote e-voting** process received from the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
  - (ii) **Voting at the AGM** under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the AGM held on Monday, 25<sup>th</sup> September, 2017.
- B. The Company had availed the remote e-voting facility provided by Central Depository Services (India) Limited (CDSL) for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Thursday, 21<sup>st</sup> September, 2017 (9:00 a.m.) and ended on Sunday 24<sup>th</sup> September, 2017 (5:00 p.m.) and the Central Depository Services (India) Limited (CDSL) remote e-voting platform was unblocked thereafter.



- C. On the basis of the votes exercised by the shareholders of the Company through remote e-voting, I have issued separate Scrutinizer's Report dated 25<sup>th</sup> September, 2017.
- D. After closure of the voting at the AGM, the report on voting done at the AGM was generated and diligently scrutinized.
- E. The votes cast under the remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in employment of the Company and after the conclusion of the voting at the AGM the votes cast thereunder were counted.
- F. The report on voting done at the AGM was generated by Mr. Abhishek Gupta (Authorized Representative).
- G. On the basis of the votes exercised by the shareholders of the Company by way of voting at the AGM of the Company held on Monday 25<sup>th</sup> September, 2017, I have issued Scrutinizer's Report dated 25<sup>th</sup> September, 2017.



### Resolution Item No. 1 - Ordinary Resolution:

To receive, consider and adopt the Audited Financial Statements including Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2017 together with the Report of the Board of Directors and Auditors thereon:

| 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) = $\frac{[(2)/(1)] \times 100}{100}$ | (4)                      | (5)                    | (6) = $\frac{[(4)/(2)] \times 100}{100}$ | (7) = $\frac{[(5)/(2)] \times 100}{100}$ |
| Promoter and Promoter Group    | Remote E-Voting | 30720998           | 0                    | 0.00                                     | 0                        | 0                      | 0.00                                     | 0.00                                     |
|                                | Voting at AGM   |                    | 30720998             | 100.00                                   | 30720998                 | 0                      | 100.00                                   | 0.00                                     |
|                                | Total           |                    | 30720998             | 100.00                                   | 30720998                 | 0                      | 100.00                                   | 0.00                                     |
| Public - Institutional holders | Remote E-Voting | 531781             | 0                    | 0.00                                     | 0                        | 0                      | 0.00                                     | 0.00                                     |
|                                | Voting at AGM   |                    | 0                    | 0.00                                     | 0                        | 0                      | 0.00                                     | 0.00                                     |
|                                | Total           |                    | 0                    | 0.00                                     | 0                        | 0                      | 0.00                                     | 0.00                                     |
| Public- Non Institution        | Remote E-Voting | 36523104           | 988835               | 2.71                                     | 988834                   | 1                      | 100.00                                   | 0.00                                     |
|                                | Voting at AGM   |                    | 152189               | 0.42                                     | 152189                   | 0                      | 100.00                                   | 0.00                                     |
|                                | Total           |                    | 1141024              | 3.12                                     | 1141023                  | 1                      | 100.00                                   | 0.00                                     |
| Total                          |                 | 67775883           | 31862022             | 47.01                                    | 31862021                 | 1                      | 100.00                                   | 0.00                                     |

\*No. of votes polled does not include "no. of votes invalid".



**Resolution Item No. 2 - Ordinary Resolution:**

To appoint a Director in place of Mr. Rajesh S. Jain (DIN: 00005829), who retires by rotation and being eligible, offers himself for re-appointment:

| 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) = $\frac{(2)}{(1)} \times 100$      | (4)                      | (5)                    | (6) = $\frac{(4)}{(2)} \times 100$   | (7) = $\frac{(5)}{(2)} \times 100$ |
| Promoter and Promoter Group    | Remote E-Voting | 30720998           | 0                    | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|                                | Voting at AGM   |                    | 30720998             | 100.00                                  | 30720998                 | 0                      | 100.00                               | 0.00                               |
|                                | Total           |                    | 30720998             | 100.00                                  | 30720998                 | 0                      | 100.00                               | 0.00                               |
| Public - Institutional holders | Remote E-Voting | 531781             | 0                    | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|                                | Voting at AGM   |                    | 0                    | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|                                | Total           |                    | 0                    | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
| Public- Non Institution        | Remote E-Voting | 36523104           | 988835               | 2.71                                    | 988764                   | 71                     | 99.99                                | 0.01                               |
|                                | Voting at AGM   |                    | 152189               | 0.42                                    | 152189                   | 0                      | 100.00                               | 0.00                               |
|                                | Total           |                    | 1141024              | 3.12                                    | 1140953                  | 71                     | 99.99                                | 0.01                               |
| Total                          |                 | 67775883           | 31862022             | 47.01                                   | 31861951                 | 71                     | 100.00                               | 0.00                               |

\*No. of votes polled does not include "no. of votes invalid".



### Resolution Item No. 3 – Ordinary Resolution:

To ratify the appointment of M/s. Chaturvedi & Shah (FRN: 101720W), Chartered Accountants, Mumbai, as Statutory Auditors of the Company and to fix their remuneration:

| 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) = $\frac{(2)}{(1)} \times 100$      | (4)                      | (5)                    | (6) = $\frac{(4)}{(2)} \times 100$   | (7) = $\frac{(5)}{(2)} \times 100$ |
| Promoter and Promoter Group    | Remote E-Voting | 30720998           | 0                    | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|                                | Voting at AGM   |                    | 30720998             | 100.00                                  | 30720998                 | 0                      | 100.00                               | 0.00                               |
|                                | Total           |                    | 30720998             | 100.00                                  | 30720998                 | 0                      | 100.00                               | 0.00                               |
| Public - Institutional holders | Remote E-Voting | 531781             | 0                    | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|                                | Voting at AGM   |                    | 0                    | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|                                | Total           |                    | 0                    | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
| Public- Non Institution        | Remote E-Voting | 36523104           | 988835               | 2.71                                    | 988834                   | 1                      | 100.00                               | 0.00                               |
|                                | Voting at AGM   |                    | 152189               | 0.42                                    | 152189                   | 0                      | 100.00                               | 0.00                               |
|                                | Total           |                    | 1141024              | 3.12                                    | 1141023                  | 1                      | 100.00                               | 0.00                               |
| Total                          |                 | 67775883           | 31862022             | 47.01                                   | 31862021                 | 1                      | 100.00                               | 0.00                               |

\*No. of votes polled does not include "no. of votes invalid".



**Resolution Item No. 4 - Special Resolution:**

Re-appointment of Mr. Rajesh S. Jain as Whole-Time Director of the Company:

| 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) = $[(2)/(1)] \times 100$            | (4)                      | (5)                    | (6) = $[(4)/(2)] \times 100$         | (7) = $[(5)/(2)] \times 100$       |
| Promoter and Promoter Group    | Remote E-Voting | 30720998           | 0                    | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|                                | Voting at AGM   |                    | 0                    | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|                                | Total           |                    | 0                    | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
| Public - Institutional holders | Remote E-Voting | 531781             | 0                    | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|                                | Voting at AGM   |                    | 0                    | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|                                | Total           |                    | 0                    | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
| Public- Non Institution        | Remote E-Voting | 36523104           | 988835               | 2.71                                    | 988754                   | 81                     | 99.99                                | 0.01                               |
|                                | Voting at AGM   |                    | 89214                | 0.24                                    | 89214                    | 0                      | 100.00                               | 0.00                               |
|                                | Total           |                    | 1078049              | 2.95                                    | 1077968                  | 81                     | 99.99                                | 0.01                               |
| Total                          |                 | 67775883           | 1078049              | 1.59                                    | 1077968                  | 81                     | 99.99                                | 0.01                               |

\*No. of votes polled does not include "no. of votes invalid".



**Resolution Item No. 5 – Ordinary Resolution:**

Appointment of Mrs. Archana Capoor as an Independent Director:

| 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) = $\frac{[(2)/(1)] \times 100}{100}$ | (4)                      | (5)                    | (6) = $\frac{[(4)/(2)] \times 100}{100}$ | (7) = $\frac{[(5)/(2)] \times 100}{100}$ |
| Promoter and Promoter Group    | Remote E-Voting | 30720998           | 0                    | 0.00                                     | 0                        | 0                      | 0.00                                     | 0.00                                     |
|                                | Voting at AGM   |                    | 30720998             | 100.00                                   | 30720998                 | 0                      | 100.00                                   | 0.00                                     |
|                                | Total           |                    | 30720998             | 100.00                                   | 30720998                 | 0                      | 100.00                                   | 0.00                                     |
| Public - Institutional holders | Remote E-Voting | 531781             | 0                    | 0.00                                     | 0                        | 0                      | 0.00                                     | 0.00                                     |
|                                | Voting at AGM   |                    | 0                    | 0.00                                     | 0                        | 0                      | 0.00                                     | 0.00                                     |
|                                | Total           |                    | 0                    | 0.00                                     | 0                        | 0                      | 0.00                                     | 0.00                                     |
| Public- Non Institution        | Remote E-Voting | 36523104           | 988835               | 2.71                                     | 988364                   | 471                    | 99.95                                    | 0.05                                     |
|                                | Voting at AGM   |                    | 152189               | 0.42                                     | 152189                   | 0                      | 100.00                                   | 0.00                                     |
|                                | Total           |                    | 1141024              | 3.12                                     | 1140553                  | 471                    | 99.96                                    | 0.04                                     |
| Total                          |                 | 67775883           | 31862022             | 47.01                                    | 31861551                 | 471                    | 100.00                                   | 0.00                                     |

\*No. of votes polled does not include "no. of votes invalid".



**Resolution Item No. 6 – Ordinary Resolution:**

Ratification of Remuneration to Cost Auditor:

| 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) = $\frac{(2)}{(1)} \times 100$      | (4)                      | (5)                    | (6) = $\frac{(4)}{(2)} \times 100$   | (7) = $\frac{(5)}{(2)} \times 100$ |
| Promoter and Promoter Group    | Remote E-Voting | 30720998           | 0                    | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|                                | Voting at AGM   |                    | 30720998             | 100.00                                  | 30720998                 | 0                      | 100.00                               | 0.00                               |
|                                | Total           |                    | 30720998             | 100.00                                  | 30720998                 | 0                      | 100.00                               | 0.00                               |
| Public - Institutional holders | Remote E-Voting | 531781             | 0                    | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|                                | Voting at AGM   |                    | 0                    | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|                                | Total           |                    | 0                    | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
| Public- Non Institution        | Remote E-Voting | 36523104           | 988835               | 2.71                                    | 988834                   | 1                      | 100.00                               | 0.00                               |
|                                | Voting at AGM   |                    | 152189               | 0.42                                    | 152189                   | 0                      | 100.00                               | 0.00                               |
|                                | Total           |                    | 1141024              | 3.12                                    | 1141023                  | 1                      | 100.00                               | 0.00                               |
| Total                          |                 | 67775883           | 31862022             | 47.01                                   | 31862021                 | 1                      | 100.00                               | 0.00                               |

\*No. of votes polled does not include "no. of votes invalid".



**Resolution Item No. 7 -Special Resolution:**

Change in place of Keeping and Inspection of Registers, Returns etc:

| 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) = $\frac{[(2)/(1)] \times 100}{100}$ | (4)                      | (5)                    | (6) = $\frac{[(4)/(2)] \times 100}{100}$ | (7) = $\frac{[(5)/(2)] \times 100}{100}$ |
| Promoter and Promoter Group    | Remote E-Voting | 30720998           | 0                    | 0.00                                     | 0                        | 0                      | 0.00                                     | 0.00                                     |
|                                | Voting at AGM   |                    | 30720998             | 100.00                                   | 30720998                 | 0                      | 100.00                                   | 0.00                                     |
|                                | Total           |                    | 30720998             | 100.00                                   | 30720998                 | 0                      | 100.00                                   | 0.00                                     |
| Public - Institutional holders | Remote E-Voting | 531781             | 0                    | 0.00                                     | 0                        | 0                      | 0.00                                     | 0.00                                     |
|                                | Voting at AGM   |                    | 0                    | 0.00                                     | 0                        | 0                      | 0.00                                     | 0.00                                     |
|                                | Total           |                    | 0                    | 0.00                                     | 0                        | 0                      | 0.00                                     | 0.00                                     |
| Public- Non Institution        | Remote E-Voting | 36523104           | 988835               | 2.71                                     | 988764                   | 71                     | 99.99                                    | 0.01                                     |
|                                | Voting at AGM   |                    | 152189               | 0.42                                     | 152189                   | 0                      | 100.00                                   | 0.00                                     |
|                                | Total           |                    | 1141024              | 3.12                                     | 1140953                  | 71                     | 99.99                                    | 0.01                                     |
| Total                          |                 | 67775883           | 31862022             | 47.01                                    | 31861951                 | 71                     | 100.00                                   | 0.00                                     |

\*No. of votes polled does not include "no. of votes invalid".



H. As requested by the management, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of voting through poll at the AGM.

Thanking you,  
Yours faithfully,  
For Makarand M. Joshi & Co.,  
Practicing Company Secretaries



Kumudini Bhalerao  
Partner  
CP No. 6690  
Place: Mumbai  
Date: 25/09/2017



For EMCO Limited



Chairman of the AGM  
Place: Jolapur  
Date: 25/09/2017