



SCRUTINIZER'S REPORT

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20 and 21 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
56th Annual General Meeting of the Equity Shareholders
Of Elecon Engineering Company Limited held on Tuesday, 26th Day of July, 2016 at
5.00 PM at Audio Visual Hall, Eimco Elecon Building, Anand-Sojitra Road, Vallabh
Vidyanagar - 388 120.

Dear Sir,

I Dinesh G. Bhimani, Proprietor of D. G. Bhimani & Associates, Company Secretaries having my office at 207, Nathwani Chambers, Sardargunj, Anand - 388001 have been appointed as Scrutinizer for remote e-voting and the poll taken on the below mentioned resolution(s), at the 56th Annual General Meeting of the Equity Shareholders of Elecon Engineering Company Limited held on 26th Day of July, 2016 at 5.00 PM at Audio Visual Hall, Eimco Elecon Building, Anand-Sojitra Road, Vallabh Vidyanagar - 388 120, submit my report as under:

1. The e-voting period commenced on 23rd July, 2016 from 9.00 AM and concluded on 25th July, 2016 at 5.00 PM. The e-voting services were provided by Central Depository Services (India) Limited (CDSL).
2. The shareholders holding shares as on the cut-off date i.e. 19th July, 2016 were entitled to vote on the proposed resolutions (item No. 1 to 7 as set out in the Notice of 56th Annual General Meeting of the Company.)
3. The votes were unblocked at Anand on 26th July, 2016 at 6.10 p.m. in the presence of two witness. Mr. Harvinder Shreni and Miss. Shrushti Vyas who are not in the employment of the Company.
4. Members have either voted electronically or through ballot. There is no instance of duplication of voting.
5. The results of e-voting alongwith the list of shareholders who voted "For" and "Against" the below resolutions were downloaded from the E-voting website of CDSL. The combined results of the voting is as under :



RESOLUTION NO. 1 – ORDINARY RESOLUTION

Adoption of Audited Financial Statements (Both Standalone and Consolidated) of the Company for the Financial Year ended on 31-03-2016.

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
57	72862732	22	18385
Total No. of members voted			79
Total number of votes casted by them			72881117
Percentage of total voting			100

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
0	0	0	0
Total No. of members voted			0
Total number of votes cast by them			0
Percentage of total voting			0

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
7	1300

RESOLUTION NO. 2 – ORDINARY RESOLUTION

Declaration of Dividend @ 55% i.e. Rs. 1.10/- per share for the Financial Year 2015-16.

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
58	72862742	22	18385
Total No. of members voted			80
Total number of votes casted by them			72881127
Percentage of total voting			100



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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
0	0	0	0
Total No. of members voted			0
Total number of votes cast by them			0
Percentage of total voting			0

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
7	1300

RESOLUTION NO. 3 – ORDINARY RESOLUTION

Re-appointment of Shri Pradip M. Patel (DIN 00012138), who retires by rotation.

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
55	72862429	22	18385
Total No. of members voted			77
Total number of votes casted by them			72880814
Percentage of total voting			100

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
2	303	0	0
Total No. of members voted			2
Total number of votes cast by them			303
Percentage of total voting			0

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
7	1300



RESOLUTION NO. 4 – ORDINARY RESOLUTION

Ratification of appointment of M/s. Thacker Butalā Desai, Chartered Accountants, as the Statutory Auditors of the Company and to fix their remuneration..

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
57	72862739	22	18385
Total No. of members voted			79
Total number of votes casted by them			72881124
Percentage of total voting			100

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
1	3	0	0
Total No. of members voted			1
Total number of votes cast by them			3
Percentage of total voting			0

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
7	1300

RESOLUTION NO. 5 – ORDINARY RESOLUTION

Appointment of M/s. B S R & Co. LLP, Chartered Accountants, as Joint Statutory Auditors of the Company and to fix their remuneration.

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
58	72862742	22	18385
Total No. of members voted			80
Total number of votes casted by them			72881127
Percentage of total voting			100



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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
0	0	0	0
Total No. of members voted			0
Total number of votes cast by them			0
Percentage of total voting			0

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
7	1300

RESOLUTION NO. 6 – SPECIAL RESOLUTION

Adoption of new set of Articles of Association of the Company as per the Companies Act, 2013.

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
57	72862739	22	18385
Total No. of members voted			79
Total number of votes casted by them			72881124
Percentage of total voting			100

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
1	3	0	0
Total No. of members voted			1
Total number of votes cast by them			3
Percentage of total voting			0

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
7	1300



RESOLUTION NO. 7 – ORDINARY RESOLUTION

Ratification of remuneration payable to Cost Auditors for the year 2016-17.

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
57	72862739	22	18385
Total No. of members voted			79
Total number of votes casted by them			72881124
Percentage of total voting			100

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
1	3	0	0
Total No. of members voted			1
Total number of votes cast by them			3
Percentage of total voting			0

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
7	1300

- A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution through electronic means and ballot papers is enclosed.
- The relevant records relating to electronic voting and ballot papers shall remain in my safe custody until the Chairman considers, approve and sign the minutes of the 56th Annual General Meeting and the same shall thereafter be handed over to the Chairman/Director authorized by the Board for safe keeping.

Thanking you,
Yours faithfully,

For D. G. Bhimani & Associates
(Dinesh G. Bhimani)
Proprietor
(C.P. No. 6628)



Place : Anand
Date : 27.07.2016