



## SCRUTINIZER'S REPORT

To,  
The Chairman,  
**MACPOWER CNC MACHINES LIMITED**  
(Previously known as MACPOWER CNC MACHINES PRIVATE LIMITED)  
(CIN: U30009GJ2003PLC043419)  
Plot No. 2234, Nr. Kranti Gate,  
GIDC Metoda, Tal. Lodhika,  
Dist. Rajkot - 360021.

**SUB:** Submission of Scrutinizer's Report for Electronic Voting Process under section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014

I, Kalpesh P. Rachchh, Practicing Company Secretary, Proprietor of K.P. RACHCHH & Co., 317-Krishna Con -Arch-II, 3<sup>rd</sup> Floor, Tagore Road, Rajkot - 360002 have been appointed as Scrutinizer by the Board of Directors of MACPOWER CNC MACHINES LIMITED, the Company (CIN: U30009GJ2003PLC043419) for the purpose of scrutinizing the e-voting process through Central Depository Services (India) Limited (CDSL) in a fair and transparent manner and ascertaining the results of e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 on the 9 (Nine) below mentioned Resolutions contained in the Notice convening the 15<sup>th</sup> Annual General Meeting of the Members of the Company, held on Saturday, the 22<sup>nd</sup> day of September, 2018 at 4:00 P.M. at Plot No. 2234, Nr. Kranti Gate, GIDC Metoda, Tal. Lodhika, Dist. Rajkot - 360021.


I hereby submit my report as under:

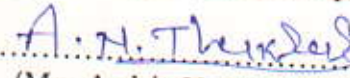
- 1) The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company.
- 2) The e-voting period opened at 10:00 a.m. on 18<sup>th</sup> September, 2018 and closed at 5:00 p.m. on 21<sup>st</sup> September, 2018.
- 3) The Members of the Company holding shares as on 15<sup>th</sup> September, 2018 were entitled to vote on the resolutions (Items no. 1 to 9) as set out in the notice convening 15<sup>th</sup> Annual General Meeting of the Company.





- 4) The votes cast were unblocked and finalized at 6:48 p.m. on 22<sup>nd</sup> September, 2018 in the presence of Mr. Jignesh J. Sojitra and Mr. Ankit N. Thakrar who were not employees of the Company. They have signed below in confirmation of the votes being unblocked in their presence:

  
.....  
(Mr. Jignesh J. Sojitra)

  
.....  
(Mr. Ankit N. Thakrar)

- 5) The e-voting results with details of equity shareholders who have voted in favour of the Resolutions or against the Resolutions and those who have abstained from voting were downloaded from the website of Central Depository Services (India) Limited i.e. ([www.evotingindia.com](http://www.evotingindia.com)).
- 6) I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the downloaded from the CDSL e-Voting System.
- 7) The summary of the e-voting for each of the resolution is given below:

RESOLUTION NO. 1							
Nature of Resolution	Ordinary Resolution						
Subject Matter	Adoption of Audited Financial Statement for the year ended 31 <sup>st</sup> March, 2018 and the report of Board's and Auditor's thereon.						
Type of Voting	E-Voting						
Assent (For)			Dissent (Against)			Invalid Votes	
No. of Members voted	No. of Votes Casted	*% of Valid Votes	No. of Members voted	No. of Votes Casted	% of Valid Votes	No. of Members Votes	No. of Votes casted
9	6817000	69.50%	NIL	NIL	NIL	NIL	NIL

RESOLUTION NO. 2							
Nature of Resolution	Ordinary Resolution						
Subject Matter	Declaration of Dividend for the financial year ended March 31, 2018 to the Equity shareholders except to those who have waived entitlement to dividend, subject to approval of Alteration of Article of Association of the Company as per Item No. 5.						
Type of Voting	E-Voting						





Assent (For)			Dissent (Against)			Invalid Votes	
No. of Members voted	No. of Votes Casted	% of Valid Votes	No. of Members voted	No. of Votes Casted	% of Valid Votes	No. of Members Votes	No. of Votes casted
9	6817000	69.50%	NIL	NIL	NIL	NIL	NIL

**RESOLUTION NO. 3**

Ordinary Resolution

Nature of Resolution	
Subject Matter	Re-appointment of Mr. Rupesh J. Mehta (DIN: 01474523), a Managing Director retiring by Rotation.
Type of Voting	E-Voting

Assent (For)			Dissent (Against)			Invalid Votes	
No. of Members voted	No. of Votes Casted	% of Valid Votes	No. of Members voted	No. of Votes Casted	% of Valid Votes	No. of Members Votes	No. of Votes casted
8	3668000	37.40	NIL	NIL	NIL	NIL	NIL

**RESOLUTION NO. 4**

Ordinary Resolution

Nature of Resolution	
Subject Matter	Appointment of Statutory Auditor of the Company for a Consecutive period of Five years and to fix their remuneration.
Type of Voting	E-Voting

Assent (For)			Dissent (Against)			Invalid Votes	
No. of Members voted	No. of Votes Casted	% of Valid Votes	No. of Members voted	No. of Votes Casted	% of Valid Votes	No. of Members Votes	No. of Votes casted
9	6817000	69.50%	NIL	NIL	NIL	NIL	NIL





RESOLUTION NO. 5							
Nature of Resolution		Special Resolution					
Subject Matter		Alteration of Articles of Association of the Company.					
Type of Voting		E-Voting.					
Assent (For)			Dissent (Against)			Invalid Votes	
No. of Members voted	No. of Votes Casted	*% of Valid Votes	No. of Members voted	No. of Votes Casted	% of Valid Votes	No. of Members Votes	No. of Votes casted
9	6817000	69.50%	NIL	NIL	NIL	NIL	NIL

RESOLUTION NO. 6							
Nature of Resolution		Ordinary Resolution					
Subject Matter		Approve Remuneration of Cost Auditor for F.Y. 2018-19.					
Type of Voting		E-Voting					
Assent (For)			Dissent (Against)			Invalid Votes	
No. of Members voted	No. of Votes Casted	*% of Valid Votes	No. of Members voted	No. of Votes Casted	% of Valid Votes	No. of Members Votes	No. of Votes casted
9	6817000	69.50%	NIL	NIL	NIL	NIL	NIL





**RESOLUTION NO. 7**

Nature of Resolution	Ordinary Resolution						
Subject Matter	Appointment of Mr. Maulik R. Mokariya (DIN: 05310868), as an Independent Director of the Company.						
Type of Voting	E-Voting						
Assent (For)			Dissent (Against)			Invalid Votes	
No. of Members voted	No. of Votes Casted	*% of Valid Votes	No. of Members voted	No. of Votes Casted	% of Valid Votes	No. of Members Votes	No. of Votes casted
9	6817000	69.50%	NIL	NIL	NIL	NIL	NIL

**RESOLUTION NO. 8**

Nature of Resolution	Ordinary Resolution						
Subject Matter	Appointment of Mr. Rajendra R. Bhanderi (DIN: 07986563), as an Independent Director of the Company.						
Type of Voting	E-Voting						
Assent (For)			Dissent (Against)			Invalid Votes	
No. of Members voted	No. of Votes Casted	*% of Valid Votes	No. of Members voted	No. of Votes Casted	% of Valid Votes	No. of Members Votes	No. of Votes casted
9	6817000	69.50%	NIL	NIL	NIL	NIL	NIL

**RESOLUTION NO. 9**

Nature of Resolution	Ordinary Resolution						
Subject Matter	Appointment of Mr. Deven Doshi (DIN: 07994505), as an Independent Director of the Company.						
Type of Voting	E-Voting						





Assent (For)			Dissent (Against)			Invalid Votes	
No. of Members voted	No. of Votes Casted	*% of Valid Votes	No. of Members voted	No. of Votes Casted	% of Valid Votes	No. of Members Votes	No. of Votes casted
9	6817000	69.50%	NIL	NIL	NIL	NIL	NIL

\*% of Valid Votes is given on the basis of paid -up shares of the Company

- 8). All the records relating to electronic voting shall remain in our safe custody until the chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter, the same will be handed over to the Company Secretary for safe keeping.

Date : September 22, 2018

Place : Rajkot.

For: K. P. Rachchh & Co.  
Company Secretaries,



(CS Kalpesh P. Rachchh)  
Proprietor  
Membership No: F5156  
COP No.: 3974