

August 5, 2017

DGM – Corporate Relations
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: 500210

The Listing Department
National Stock Exchange of India Limited,
Exchange Plaza, Plot No. C-1,
Block G, Bandra-Kurla Complex
Bandra (East), **Mumbai – 400 051**
Scrip Code: INGERRAND EQ

The Listing Department
Ahmedabad Stock Exchange Limited
Kamdhenu Complex,
Opp. Sahajanand College,
Panjrapole, **Ahmedabad – 380 015**
Scrip Code: 26610

Dear Sir,

Sub: Voting results of 95th Annual General Meeting of the Company

Ref: Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

We are attaching herewith the compliance report under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the prescribed format pertaining to the voting details of the Company's 95th Annual General Meeting held on Thursday, 3rd August 2017 at 12.00 Noon at Bangalore.

We would like to inform that all the Resolutions as set out in the Notice dated 23rd May 2017 were passed with requisite majority by the shareholders. The details of votes cast by the shareholders are given in the Annexure.

The scrutinizer's report of e-voting, postal ballot and poll along with Consolidated Report is also attached.

You are requested to please take the same on record and confirm.

Yours faithfully,
For Ingersoll – Rand (India) Limited


P. R. Shubhakar
General Manager – Corp. Finance
& Company Secretary



Cc: NSDL
CDSL

Name of the Company : **Ingersoll – Rand (India) Limited**

Date of Annual General Meeting : **3rd August 2017**

Total number of shareholders on Record date : **23,451**

No. of shareholders present in the meeting

Either in person or through proxy

Promoters & Promoter Group: **NIL**

Public : **136 (127 in Person + 2 by Proxy + 7 by representative)**

No. of shareholders attended the meeting

Through video conferencing

Promoters & Promoter Group: **NIL**

Public : **NIL**

(Note: Video conferencing was not arranged for AGM)

Details of Agenda:

Item No.	Type of resolution	Resolution passed	Mode of voting (Show of hands /Poll /Postal Ballot/E-Voting)
1	Ordinary	To receive, consider, approve and adopt the Audited Balance Sheet as at March 31, 2017 and Statement of Profit and Loss for the year ended on March 31, 2017 together with the reports of the Directors and Auditors thereon (Passed with requisite majority)	E-Voting, Poll & Postal Ballot
2	Ordinary	To declare dividend on equity shares of the Company for the financial year ended on March 31, 2017 (Passed with requisite majority)	E-Voting, Poll & Postal Ballot



Item No.	Type of resolution	Resolution passed	Mode of voting (Show of hands /Poll /Postal Ballot/E-Voting)
3	Ordinary	To re-appoint Ms. Jayantika Dave (DIN: 01585850) as Director, who retires by rotation and being eligible, offers herself for reappointment. (Passed with requisite majority)	E-Voting, Poll & Postal Ballot
4	Ordinary	To appoint M/s. B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022) as Statutory Auditors, in place of retiring Statutory Auditors M/s. Price Waterhouse & Co. Bangalore LLP, Chartered Accountants, to hold office for a term of five years from the conclusion of this Annual General Meeting, subject to ratification of their appointment by the Members at every Annual General Meeting (Passed with requisite majority)	E-Voting, Poll & Postal Ballot
5	Ordinary	To appoint Mr. Amar Kaul (DIN: 07574081), who was appointed as an Additional Director with effect from August 5, 2016 and who holds office up to the date of this Annual General Meeting, as Director of the Company (Passed with requisite majority)	E-Voting, Poll & Postal Ballot
6	Ordinary	To appoint Mr. Amar Kaul (DIN: 07574081) as Managing Director of the Company for a period of five years with effect from August 5, 2016 upon terms and conditions set out in explanatory statement annexed to the Notice (Passed with requisite majority)	E-Voting, Poll & Postal Ballot
7	Ordinary	To approve remuneration payable to M/s. Ashish Bhavsar & Associates, Cost Accountants to conduct audit of the cost records of the Company for the financial year ending on March 31, 2018 (Passed with requisite majority)	E-Voting, Poll & Postal Ballot



CIN: L05190KA1921PLC036321

REGD.OFFICE: 8TH FLOOR, TOWER D, IBC KNOWLEDGE PARK, NO. 4/1, BANNERGHATTA MAIN ROAD, BANGALORE 560 029
Phone: +91 80 2216 6000 Fax: +91 80 2216 6021 Website: www.ingersollrand.co.in

ALL AGREEMENTS CONTINGENT UPON STRIKES, ACCIDENTS AND OTHER CONDITIONS BEYOND OUR CONTROL
ALL CONTRACTS ARE SUBJECT TO APPROVAL BY AN OFFICER OF THE COMPANY, QUOTATIONS ARE SUBJECT TO CHANGE WITHOUT NOTICE

INGERSOLL-RAND (INDIA) LIMITED										
Resolution No. 1										
Ordinary										
No										
Resolution required: (Ordinary / Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
To receive, consider and adopt the Audited Balance Sheet for the financial year ended as at March 31, 2017 and Statement of Profit and Loss for the financial year ended on March 31, 2017 together with the reports of the Directors and the Auditors thereon										
Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/[1]*100	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled [6]=[4]/[5]*100	% of Votes against on votes polled [7]=[5]/[5]*100	Invalid Votes	% of Votes invalid on votes polled [9]=[8]/[2]*100
	E-Voting	[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[5]*100	[7]=[5]/[5]*100	[8]	[9]=[8]/[2]*100
1	Poll	23,360,000	23,360,000	100.00	23,360,000	-	100.00	0.00	-	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00	-	0.00
	Total	23,360,000	23,360,000	100.00	23,360,000	-	100.00	0.00	-	0.00
2	Poll	2,538,535	2,085,305	82.15	2,085,305	-	100.00	0.00	-	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00	-	0.00
	Total	2,538,535	2,085,305	82.15	2,085,305	-	100.00	0.00	-	0.00
3	Poll	5,669,465	8,036	0.14	8,036	16	99.80	0.20	135	25.67
	Postal Ballot (if applicable)		526	0.01	391	-	74.33	0.00	133	5.83
	Total	5,669,465	8,562	0.15	8,427	16	94.17	0.15	268	2.47
	E-Voting	31,568,000	25,453,341	80.63	25,453,325	16	100.00	0.00	-	0.00
	Poll		526	0.00	391	-	74.33	0.00	135	25.67
	Postal Ballot (if applicable)		2,282	0.01	2,149	-	94.17	0.00	133	5.83
	Total	31,568,000	25,456,149	80.64	25,455,865	16	100.00	0.00	268	0.00



INGERSOLL-RAND (INDIA) LIMITED

Resolution No. 2

Resolution required: (Ordinary / Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
To declare dividend on equity shares of the Company for the financial year ended March 31, 2017										
Promoter/Public	Mode of Voting	Total 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	Invalid Votes	% of Votes invalid on votes polled
		[1]	[2]	$[3] = \frac{[2]}{[1]} \times 100$	[4]	[5]	$[6] = \frac{[4]}{[2]} \times 100$	$[7] = \frac{[5]}{[2]} \times 100$	[8]	$[9] = \frac{[8]}{[2]} \times 100$
1	E-Voting	23,360,000	23,360,000	100.00	23,360,000	-	100.00	0.00	-	0.00
	Poll		-	0.00	-	-	0.00	0.00	-	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00	-	0.00
	Total		23,360,000	100.00	23,360,000	-	100.00	0.00	-	0.00
2	E-Voting	2,538,535	2,085,305	82.15	2,085,305	-	100.00	0.00	-	0.00
	Poll		-	0.00	-	-	0.00	0.00	-	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00	-	0.00
	Total		2,085,305	82.15	2,085,305	-	100.00	0.00	-	0.00
3	E-Voting	5,669,465	2,085,305	82.15	2,085,305	-	100.00	0.00	-	0.00
	Poll		8,114	0.14	8,098	16	99.80	0.20	-	0.00
	Postal Ballot (if applicable)		526	0.01	521	-	99.05	0.00	5	0.95
	Total		2,282	0.04	2,149	-	94.17	0.00	133	5.83
Total	E-Voting	31,568,000	25,453,419	80.63	25,453,403	16	100.00	0.00	-	0.00
	Poll		526	0.00	521	-	99.05	0.00	5	0.95
	Postal Ballot (if applicable)		2,282	0.01	2,149	-	94.17	0.00	133	5.83
	Total		25,456,227	80.64	25,456,073	16	100.00	0.00	138	0.00



INGERSOLL-RAND (INDIA) LIMITED										
Resolution No. 3										
Resolution required: (Ordinary / Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
To appoint Ms. Jayantika Dave (DIN No. 01585850) as Director of the Company, liable to retire by rotation										
Promoter/Public	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3] = [(2)/(1)] * 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6] = [(4)/(2)] * 100	% of Votes against on votes polled [7] = [(5)/(2)] * 100	Invalid Votes	% of Votes invalid on votes polled [9] = [(8)/(2)] * 100	
	[1]	[2]		[4]	[5]			[8]		
		23,360,000	100.00	23,360,000	-	100.00	0.00	-	0.00	
		-	0.00	-	-	0.00	0.00	-	0.00	
		-	0.00	-	-	0.00	0.00	-	0.00	
1 Promoter and Promoter Group	23,360,000	23,360,000	100.00	23,360,000	-	100.00	0.00	-	0.00	
		2,085,305	82.15	1,905,808	179,497	91.39	8.61	-	0.00	
		-	0.00	-	-	0.00	0.00	-	0.00	
2 Public - Institutional holders		-	0.00	-	-	0.00	0.00	-	0.00	
		2,085,305	82.15	1,905,808	179,497	91.39	8.61	-	0.00	
		8,021	0.14	7,978	43	99.46	0.54	-	0.00	
		526	0.01	461	50	87.64	9.51	15	2.85	
		2,282	0.04	2,149	-	94.17	0.00	133	5.83	
3 Public-Others	5,669,465	10,829	0.19	10,588	93	97.77	0.86	148	1.37	
		25,453,326	80.63	25,273,786	179,540	99.29	0.71	-	0.00	
		526	0.00	461	50	87.64	9.51	15	2.85	
		2,282	0.01	2,149	-	94.17	0.00	133	5.83	
Total	31,568,000	25,456,134	80.64	25,276,396	179,590	99.29	0.71	148	0.00	



INGERSOLL-RAND (INDIA) LIMITED										
Resolution No. 4										
Ordinary										
No										
Resolution required: (Ordinary / Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
To appoint Messrs. B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022) as Statutory Auditors of the Company in place of the retiring Statutory Auditors Messrs. Price Waterhouse & Co Bangalore LLP to hold office for a term of 5 (five) years from the conclusion of this Annual General Meeting at such remuneration as may be mutually agreed between the Board of Directors and the Statutory Auditors subject to ratification of their appointment by the Members at every Annual General Meeting										
Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/([1]*100)	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/([5]*100)	% of Votes against on votes polled [7]=[5]/([5]*100)	Invalid Votes	% of Votes invalid on votes polled [9]=[8]/([5]*100)
		[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]	[9]
1	E-Voting	23,360,000	23,360,000	100.00	23,360,000	-	100.00	0.00	-	0.00
	Poll		-	0.00	-	-	0.00	0.00	-	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00	-	0.00
	Total		23,360,000	100.00	23,360,000	-	100.00	0.00	-	0.00
2	E-Voting	2,538,535	2,085,305	82.15	2,085,305	-	100.00	0.00	-	0.00
	Poll		-	0.00	-	-	0.00	0.00	-	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00	-	0.00
	Total		2,085,305	82.15	2,085,305	-	100.00	0.00	-	0.00
3	E-Voting	5,669,465	8,086	0.14	7,986	100	98.76	1.24	-	0.00
	Poll		526	0.01	511	10	97.15	1.90	5	0.95
	Postal Ballot (if applicable)		2,282	0.04	2,149	-	94.17	0.00	133	5.83
	Total		10,894	0.19	10,646	110	97.72	1.01	138	1.27
Total	E-Voting	31,568,000	25,453,391	80.63	25,453,291	100	100.00	0.00	-	0.00
	Poll		526	0.00	511	10	97.15	1.90	5	0.95
	Postal Ballot (if applicable)		2,282	0.01	2,149	-	94.17	0.00	133	5.83
	Total		25,456,199	80.64	25,455,951	110	100.00	0.00	138	0.00



INGERSOLL-RAND (INDIA) LIMITED										
Resolution No. 5										
Resolution required: (Ordinary / Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
To appoint Mr. Amar Kaul (DIN No. 07574081) as Director of the Company										
Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/[1] 11*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/[2] 100.00	% of Votes against on votes polled [7]=[5]/[2] 100.00	Invalid Votes	% of Votes invalid on votes polled [9]=[8]/[2] 100.00
1	E-Voting	23,360,000	23,360,000	100.00	23,360,000	-	100.00	0.00	-	0.00
	Poll		-	0.00	-	-	0.00	0.00	-	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00	-	0.00
	Total		23,360,000	100.00	23,360,000	-	100.00	0.00	-	0.00
2	E-Voting	2,085,305	2,085,305	82.15	2,085,305	-	100.00	0.00	-	0.00
	Poll		-	0.00	-	-	0.00	0.00	-	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00	-	0.00
	Total		2,085,305	82.15	2,085,305	-	100.00	0.00	-	0.00
3	E-Voting	2,538,535	2,085,305	82.15	2,085,305	45	99.41	0.59	-	0.00
	Poll		526	0.01	501	-	95.25	0.00	25	4.75
	Postal Ballot (if applicable)		2,282	0.04	2,149	-	94.17	0.00	133	5.83
	Total		10,444	0.18	10,241	45	98.06	0.43	158	1.51
Total	E-Voting	31,568,000	25,452,941	80.63	25,452,896	45	100.00	0.00	-	0.00
	Poll		526	0.00	501	-	95.25	0.00	25	4.75
	Postal Ballot (if applicable)		2,282	0.01	2,149	-	94.17	0.00	133	5.83
	Total		25,455,749	80.64	25,455,546	45	100.00	0.00	158	0.00



INGERSOLL-RAND (INDIA) LIMITED										
Resolution No. 6										
Ordinary										
No										
Resolution required: (Ordinary / Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
To appoint Mr. Amar Kaul (DIN No. 07574081) as Managing Director of the Company for a period of 5 (five) years with effect from August 5, 2016 upon terms and conditions set out in the explanatory statement annexed to the Notice										
Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/([1]*100)	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/([2]*100)	% of Votes against on votes polled [7]=[5]/([2]*100)	Invalid Votes	% of Votes invalid on votes polled [9]=[8]/([2]*100)
		[1]	[2]	[3]=[2]/([1]*100)	[4]	[5]	[6]=[4]/([2]*100)	[7]=[5]/([2]*100)	[8]	[9]=[8]/([2]*100)
1	E-Voting	23,360,000	23,360,000	100.00	23,360,000	-	100.00	0.00	-	0.00
	Poll		-	0.00	-	-	0.00	0.00	-	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00	-	0.00
	Total	23,360,000	23,360,000	100.00	23,360,000	-	100.00	0.00	-	0.00
2	E-Voting	23,360,000	2,085,305	8.92	2,085,305	-	100.00	0.00	-	0.00
	Poll		-	0.00	-	-	0.00	0.00	-	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00	-	0.00
	Total	23,360,000	2,085,305	8.92	2,085,305	-	100.00	0.00	-	0.00
3	E-Voting	2,538,535	7,636	0.30	7,636	122	98.40	1.60	-	0.00
	Poll		526	0.02	526	-	99.05	0.00	5	0.95
	Postal Ballot (if applicable)		2,282	0.09	2,149	-	94.17	0.00	133	5.83
	Total	2,538,535	10,444	0.41	10,184	122	97.51	1.17	138	1.32
	E-Voting	5,669,465	25,452,941	80.63	25,452,819	122	100.00	0.00	-	0.00
	Poll		526	0.00	521	-	99.05	0.00	5	0.95
	Postal Ballot (if applicable)		2,282	0.01	2,149	-	94.17	0.00	133	5.83
	Total	5,669,465	25,455,749	80.64	25,455,489	122	100.00	0.00	138	0.00



INGERSOLL-RAND (INDIA) LIMITED											
Resolution No. 7											
Resolution required: (Ordinary / Special)											Ordinary No
Whether promoter/ promoter group are interested in the agenda/resolution?											
2018.											
Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/([1])*100	No. of Votes - in favour	No. of Votes - against	% of Votes In favour on votes polled [6]=[4]/([5])*100	% of Votes against on votes polled [7]=[5]/([6])*100	Invalid Votes [8]	% of Votes Invalid on votes polled [9]=[8]/([7])*100	
1	E-Voting	[1]	[2]	[3]=[2]/([1])*100	[4]	[5]	[6]=[4]/([5])*100	[7]=[5]/([6])*100	[8]	[9]=[8]/([7])*100	
	Poll		-	0.00	-	-	0.00	0.00	-	0.00	
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00	-	0.00	
	Total	23,360,000	23,360,000	100.00	23,360,000	-	100.00	0.00	-	0.00	
2	E-Voting		2,085,305	82.15	2,085,305	-	100.00	0.00	-	0.00	
	Poll		-	0.00	-	-	0.00	0.00	-	0.00	
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00	-	0.00	
	Total	2,538,535	2,085,305	82.15	2,085,305	-	100.00	0.00	-	0.00	
3	E-Voting		8,036	0.14	7,979	57	99.29	0.71	-	0.00	
	Poll		526	0.01	511	10	97.15	1.90	5	0.95	
	Postal Ballot (if applicable)		2,282	0.04	2,149	-	94.17	0.00	133	5.83	
	Total	5,669,465	10,844	0.19	10,639	67	98.11	0.62	138	1.27	
Total	E-Voting		25,453,341	80.63	25,453,284	57	100.00	0.00	-	0.00	
	Poll		526	0.00	511	10	97.15	1.90	5	0.95	
	Postal Ballot (if applicable)		2,282	0.01	2,149	-	94.17	0.00	133	5.83	
	Total	31,568,000	25,456,149	80.64	25,455,944	67	100.00	0.00	138	0.00	



FORM MGT-13
Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
95th Annual General Meeting of the Equity Shareholders of Ingersoll-Rand (India) Limited,
Held on August 03, 2017
At 12:00 noon at Vivanta by Taj, 41/3, Mahatma Gandhi Road, Bengaluru – 560001.

Sir,

I, Sachita Shetty, Advocate with M/s. Crawford Bayley & Co., Advocates and Solicitors, appointed as Scrutinizer for the purpose of scrutinizing the poll taken on the below mentioned resolution(s) at the 95th Annual General Meeting of the equity shareholders of Ingersoll-Rand (India) Limited ("Company") held on August 03, 2017 at 12:00 p.m., submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, the ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective¹ have been treated as invalid and kept separately. The same were not considered in calculation.
4. The result of the Poll is as under:

a. **Resolution: Item 1**

To receive, consider and adopt the Audited Balance Sheet as at March 31, 2017 and Statement of Profit and Loss for the financial year ended on March 31, 2017 together with the reports of the Directors and the Auditors.

(i) Voted in favour of the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
35	391	100

(ii) Voted against the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Number of members present and voting (in	Number of votes cast by them
--	------------------------------

¹ 6 ballot forms were found invalid on account of difference in signatures or no votes cast therein.

person or by proxy)	
6	135

b. RESOLUTION : Item 2

To declare dividend on equity shares of the Company for the financial year ended on March 31, 2017

(i) Voted in favour of the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
37	521	100

(ii) Voted against the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Number of members present and voting (in person or by proxy)	Number of votes cast by them
4	5

c. RESOLUTION : Item 3

To appoint a Director in place of Ms. Jayantika Dave (DIN: 01585850), who retires by rotation and, being eligible, offers herself for reappointment.

(i) Voted in favour of the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
34	461	90.22

(ii) Voted against the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	50	9.78

(iii) Invalid Votes

Number of members present and voting (in person or by proxy)	Number of votes cast by them
5	15

d. RESOLUTION : Item 4

To appoint Messrs. B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248WW-100022), as statutory auditors in place of Messrs. Price Waterhouse & Co Bangalore LLP, the retiring Auditors, for a period of 5 (five) years from the conclusion of this Annual General Meeting.

- (i) Voted in favour of the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
36	511	98.08

- (ii) Voted against the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10	1.92

- (iii) Invalid Votes

Number of members present and voting (in person or by proxy)	Number of votes cast by them
4	5

e. **RESOLUTION : Item 5**

To appointment Mr. Amar Kaul (DIN No. 07574081) as a Director of the Company.

- (i) Voted in favour of the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
35	501	100

- (ii) Voted against the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

- (iii) Invalid Votes

Number of members present and voting (in person or by proxy)	Number of votes cast by them
6	25

f. **RESOLUTION : Item 6**

To appoint Mr. Amar Kaul (DIN No. 07574081) as Managing Director of the Company.

- (i) Voted in favour of the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
37	521	100

- (ii) Voted against the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast

0	0	0
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(iii) Invalid Votes

Number of members present and voting (in person or by proxy)	Number of votes cast by them
4	5

g. RESOLUTION : Item 7

Ratification of remuneration to Messrs. Ashish Bhavsar & Associates, Cost Accountants Ahmedabad for the audit of the cost record of the Company for the financial year ending March 31, 2017

(i) Voted in favour of the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
36	511	98.08

(ii) Voted against the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10	1.92

(iii) Invalid Votes

Number of members present and voting (in person or by proxy)	Number of votes cast by them
4	5

5. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary/ Director authorized by the Board for safe keeping.

Thanking you,

Yours truly,


Sachita Shetty

Place: Mumbai
Date: August 04, 2017

SACHITA SHETTY

State Buildings, 4th Floor,

N.G.N. Vaidya Marg,

Fort, Mumbai – 400023

Telephone: +91 22 2266 8800

Email: sachita.shetty@crawfordbayley.com

Scrutinizers' Report – e-voting, postal ballot and poll

To,

The Chairman

95th Annual General Meeting of the Equity Shareholders of Ingersoll-Rand (India) Limited,

Held on August 03, 2017

At 12:00 noon at Vivanta by Taj, 41/3, Mahatma Gandhi Road, Bengaluru – 560001.

Sir,

1. I, Sachita Shetty, Advocate at M/s. Crawford Bayley & Co., Advocates and Solicitors, having office at State Buildings, 4th Floor, N.G.N. Vaidya Marg, Fort, Mumbai – 400023 have been appointed as Scrutinizer by the board of directors of Ingersoll-Rand (India) Limited ("Company") for the purpose of scrutinizing:
 - a. the voting by electronic means includes remote e-voting under the provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014;
 - b. the voting by post under the provisions of section 110 of the Companies Act, 2013 read with rule 22 of the Companies (Management and Administration) Rules, 2014; and
 - c. the voting on poll under the provisions of section 109 of the Companies Act, 2013 read with rule 21 of the Companies (Management and Administration) Rules, 2014,in respect of the resolutions contained in the notice of the 95th Annual General Meeting ("AGM") of the Company.
2. The management of the Company is responsible for ensuring compliance with the provisions of the Companies Act, 2013 and the rule relating to voting by electronic means, postal ballot and poll on the resolutions contained in the notice of the AGM of the Company. My responsibility is restricted to making a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolutions put for vote before the shareholders at the AGM of the Company, based on the reports generated by TSR Darashaw Limited, Registrar and Transfer Agents of the Company and electronic voting reports downloaded from the e-voting portal <https://www.evoting.nsdl.com/> of the National Securities Depository Limited.
3. I have issued a separate Scrutinizer's Report dated August 04, 2017 on each on voting through postal ballot; voting by electronic means; and voting on poll at the AGM. I submit herewith my consolidated scrutinizer's report on the results of voting through postal ballot; voting by electronic means; and voting on poll at the AGM as follows:

Resolution: Item 1

To receive, consider and adopt the Audited Balance Sheet as at March 31, 2017 and Statement of Profit and Loss for the financial year ended on March 31, 2017 together with the reports of the Directors and the Auditors.

Promoter/Public	Mode of voting	Total 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
1. Promoter and Promoter Group	E-Voting		23360000	100.00	23360000	0	100.00	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	23360000	23360000	100.00	23360000	0	100.00	0.00
2. Public Institutions	E-Voting		2085305	82.15	2085305	0	100.00	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	2538535	2085305	82.15	2085305	0	100.00	0.00
3. Public - Non Institutions	E-Voting		8036	0.14	8020	16	99.80	0.20
	Poll		526	0.01	391	0	74.33	0.00
	Postal Ballot (if applicable)		2282	0.04	2149	0	94.17	0.00
	Total	5669465	10844	0.19	10560	16	97.38	0.15
TOTAL	E-Voting		25453341	80.63	25453325	16	100.00	0.00
	Poll		526	0.00	391	0	74.33	0.00
	Postal Ballot (if applicable)		2282	0.01	2149	0	94.17	0.00
	Total	31568000	25456149	80.64	25455865	16	100.00	0.00

RESOLUTION : Item 2

To declare dividend on equity shares of the Company for the financial year ended on March 31, 2017

	Promoter/Public	Mode of voting	Total 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]	$[6] = \frac{[4]}{[4] + [5]} \times 100$	$[7] = \frac{[5]}{[4] + [5]} \times 100$
1.	Promoter and Promoter Group	E-Voting		23360000	100.00	23360000	0	100.00	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	23360000	23360000	100.00	23360000	0	100.00	0.00
2.	Public Institutions	E-Voting		2085305	82.15	2085305	0	100.00	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	2538535	2085305	82.15	2085305	0	100.00	0.00
3.	Public - Non Institutions	E-Voting		8114	0.14	8098	16	99.80	0.20
		Poll		526	0.01	521	0	99.05	0.00
		Postal Ballot (if applicable)		2282	0.04	2149	0	94.17	0.00
		Total	5669465	10922	0.19	10768	16	98.59	0.15
TOTAL		E-Voting		25453419	80.63	25453403	16	100.00	0.00
		Poll		526	0.00	521	0	99.05	0.00
		Postal Ballot (if applicable)		2282	0.01	2149	0	94.17	0.00
		Total	31568000	25456227	80.64	25456073	16	100.00	0.00

RESOLUTION : Item 3

To appoint a Director in place of Ms. Jayantika Dave (DIN: 01555850), who retires by rotation and, being eligible, offers herself for reappointment.

Promoter/Public	Mode of voting	Total 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]	$[6] = \frac{[4]}{[5]} \times 100$	$[7] = \frac{[5]}{[4]} \times 100$
1. Promoter and Promoter Group	E-Voting		23360000	100.00	23360000	0	100.00	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	23360000	23360000	100.00	23360000	0	100.00	0.00
2. Public Institutions	E-Voting		2085305	82.15	1905808	179497	91.39	8.61
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2538535	2085305	82.15	1905808	179497	91.39	8.61
3. Public – Non Institutions	E-Voting		8021	0.14	7978	43	99.46	0.54
	Poll		526	0.01	461	50	87.64	9.51
	Postal Ballot (if applicable)		2282	0.04	2149	0	94.17	0.00
	Total	5669465	10829	0.19	10588	93	97.77	0.86
TOTAL	E-Voting		25453326	80.63	25273786	179540	99.29	0.71
	Poll		526	0.00	461	50	87.64	9.51
	Postal Ballot (if applicable)		2282	0.01	2149	0	94.17	0.00
	Total	31568000	25456134	80.64	25276396	179590	99.29	0.71

RESOLUTION : Item 4

To appoint Messrs. B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248WW-100022), as statutory auditors in place of Messrs. Price Waterhouse & Co Bangalore LLP, the retiring Auditors, for a period of 5 (five) years from the conclusion of this Annual General Meeting.

Promoter/Public	Mode of voting	Total 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
1. Promoter and Promoter Group	E-Voting		23360000	100.00	23360000	0	100.00	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	23360000	23360000	100.00	23360000	0	100.00	0.00
2. Public Institutions	E-Voting		2085305	82.15	2085305	0	100.00	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	2538535	2085305	82.15	2085305	0	100.00	0.00
3. Public - Non Institutions	E-Voting		8086	0.14	7986	100	98.76	1.24
	Poll		526	0.01	511	10	97.15	1.90
	Postal Ballot (if applicable)		2282	0.04	2149	0	94.17	0.00
	Total	5669465	10894	0.19	10646	110	97.72	1.01
TOTAL	E-Voting		25453391	80.63	25453291	100	100.00	0.00
	Poll		526	0.00	511	10	97.15	1.90
	Postal Ballot (if applicable)		2282	0.01	2149	0	94.17	0.00
	Total	31568000	25456199	80.64	25455951	110	100.00	0.00

RESOLUTION : Item 5

To appointment Mr. Amar Kaul as a Director of the Company.

Promoter/Public	Mode of voting	Total 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]	$[6] = [(4)/(2)] \times 100$	$[7] = [(5)/(2)] \times 100$
1. Promoter and Promoter Group	E-Voting		23360000	100.00	23360000	0	100.00	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	23360000	23360000	100.00	23360000	0	100.00	0.00
2. Public Institutions	E-Voting		2085305	82.15	2085305	0	100.00	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	2538535	2085305	82.15	2085305	0	100.00	0.00
3. Public – Non Institutions	E-Voting		7636	0.13	7591	45	99.41	0.59
	Poll		526	0.01	501	0	95.25	0.00
	Postal Ballot (if applicable)		2282	0.04	2149	0	94.17	0.00
	Total	5669465	10444	0.18	10241	45	98.06	0.43
TOTAL	E-Voting		25452941	80.63	25452896	45	100.00	0.00
	Poll		526	0.00	501	0	95.25	0.00
	Postal Ballot (if applicable)		2282	0.01	2149	0	94.17	0.00
	Total	31568000	25455749	80.64	25455546	45	100.00	0.00

RESOLUTION : Item 6

To appoint Mr. Amar Kaul as Managing Director of the Company.

	Promoter/Public	Mode of voting	Total 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
1.	Promoter and Promoter Group	E-Voting		23360000	100.00	23360000	0	100.00	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	23360000	23360000	100.00	23360000	0	100.00	0.00
2.	Public Institutions	E-Voting		2085305	82.15	2085305	0	100.00	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	2538535	2085305	82.15	2085305	0	100.00	0.00
3.	Public – Non Institutions	E-Voting		7636	0.13	7514	122	98.40	1.60
		Poll		526	0.01	521	0	99.05	0.00
		Postal Ballot (if applicable)		2282	0.04	2149	0	94.17	0.00
		Total	5669465	10444	0.18	10184	122	97.51	1.17
TOTAL		E-Voting		25452941	80.63	25452819	122	100.00	0.00
		Poll		526	0.00	521	0	99.05	0.00
		Postal Ballot (if applicable)		2282	0.01	2149	0	94.17	0.00
		Total	31568000	25455749	80.64	25455489	122	100.00	0.00

RESOLUTION : Item 7

Ratification of remuneration to Messrs. Ashish Bhavsar & Associates, Cost Accountants Ahmedabad for the audit of the cost record of the Company for the financial year ending March 31, 2017

Promoter/Public	Mode of voting	Total 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
1. Promoter and Promoter Group	E-Voting		23360000	100.00	23360000	0	100.00	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	23360000	23360000	100.00	23360000	0	100.00	0.00
2. Public Institutions	E-Voting		2085305	82.15	2085305	0	100.00	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	2538535	2085305	82.15	2085305	0	100.00	0.00
3. Public – Non Institutions	E-Voting		8036	0.14	7979	57	99.29	0.71
	Poll		526	0.01	511	10	97.15	1.90
	Postal Ballot (if applicable)		2282	0.04	2149	0	94.17	0.00
	Total	5669465	10844	0.19	10639	67	98.11	0.62
TOTAL	E-Voting		25453341	80.63	25453284	57	100.00	0.00
	Poll		526	0.00	511	10	97.15	1.90
	Postal Ballot (if applicable)		2282	0.01	2149	0	94.17	0.00
	Total	31568000	25456149	80.64	25455944	67	100.00	0.00

Based on the foregoing, the Resolution Nos. (1) to (7) have been passed with the requisite majority.

4. The Postal Ballot and all other papers relating to postal ballot, poll and the register and all other papers relating to voting by electronic means are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

Yours truly,



Sachita Shetty

Place: Mumbai

Date: August 04, 2017

SACHITA SHETTY

State Buildings, 4th Floor,
N.G.N. Vaidya Marg,
Fort, Mumbai – 400023
Telephone: +91 22 2266 8800
Email: sachita.shetty@crawfordbayley.com

Scrutinizers' Report on ballot forms received by post

[Pursuant to section 110 of the Companies Act, 2013 read with rule 21 of the Companies (Management and Administration) Rules, 2014, as amended]

To,
The Chairman
95th Annual General Meeting of the Equity Shareholders of Ingersoll-Rand (India) Limited,
Held on August 03, 2017
At 12:00 noon at Vivanta by Taj, 41/3, Mahatma Gandhi Road, Bengaluru – 560001.

Sir,

I, Sachita Shetty, Advocate at M/s. Crawford Bayley & Co., Advocates and Solicitors, having office at State Buildings, 4th Floor, N.G.N. Vaidya Marg, Fort, Mumbai – 400023 have been appointed as Scrutinizer by the board of directors of Ingersoll-Rand (India) Limited ("Company") in respect of the below mentioned resolutions passed at the 95th Annual General Meeting of the Company held on August 03, 2017.

The shareholders holding shares of the Company as on the cut-off date of June 23, 2017 were entitled to vote on the proposed resolutions as set out in items 1-7 in the notice of the 95th Annual General Meeting of the Company. The Company completed the dispatch of the ballot forms on July 07, 2017.

Votes cast through ballot forms received upto August 02, 2017 (5:00 p.m.) were considered as specified in the forms. The ballot forms received were reconciled with the records maintained with the Registrar and Transfer Agents of the Company. The total number of shareholders who cast the votes by post were 22 and the total number of shares held by them as on the cut-off date is 2302. The ballot papers received by post which were incomplete and/or were otherwise found defective have been treated as invalid.

Sr. No.	Subject Matter as set out in (AGM Notice	No. of votes (Shares)		
		For	Against	Abstained/invalid
1.	To receive, consider and adopt the Audited Balance Sheet as at March 31, 2017 and Statement of Profit and Loss for the financial year ended on March 31, 2017 together with the reports of the Directors and the Auditors.	2149	0	133
2.	To declare dividend on equity shares of the Company for the financial year ended on March 31, 2017	2149	0	133
3.	To appoint a Director in place of Ms.	2149	0	133

	Jayantika Dave (DIN: 01585850), who retires by rotation and, being eligible, offers herself for reappointment.			
4.	To appoint Messrs. B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248WW-100022), as statutory auditors in place of Messrs. Price Waterhouse & Co Bangalore LLP, the retiring Auditors, for a period of 5 (five) years from the conclusion of this Annual General Meeting.	2149	0	133
5.	To appointment Mr. Amar Kaul as a Director of the Company.	2149	0	133
6.	To appoint Mr. Amar Kaul as Managing Director of the Company.	2149	0	133
7.	Ratification of remuneration to Messrs. Ashish Bhavsar & Associates, Cost Accountants Ahmedabad for the audit of the cost record of the Company for the financial year ending March 31, 2017	2149	0	133

Yours truly,


Sachita Shetty

Place: Mumbai

Date: August 04, 2017

SACHITA SHETTY

State Buildings, 4th Floor,

N.G.N. Vaidya Marg,

Fort, Mumbai – 400023

Telephone: +91 22 2266 8800

Email: sachita.shetty@crawfordbayley.com

Scrutinizers' Report on E-Voting

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

To,

The Chairman

95th Annual General Meeting of the Equity Shareholders of Ingersoll-Rand (India) Limited,

Held on August 03, 2017

At 12:00 noon at Vivanta by Taj, 41/3, Mahatma Gandhi Road, Bengaluru – 560001.

Sir,

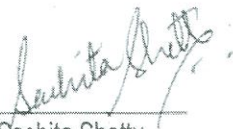
The e-voting period for the 95th Annual General Meeting ("AGM") of Ingersoll Rand (India) Limited ("Company") commenced at 09:00 a.m. on July 31, 2017 and ended at 05:00 p.m. on August 02, 2017.

After conclusion of the voting at the AGM of the Company, in my capacity as scrutinizer, I unblocked the votes cast under the e-voting program in the presence of 2 witnesses, and based on an examination/download of the relevant contents of NSDL's e-voting portal <https://www.evoting.nsdl.com/> and examination of other documents, certify the results of the e-voting as under:

Sr. No.	Subject Matter as set out in (AGM Notice	No. of votes (Shares)		
		For	Against	Abstained/invalid
1.	To receive, consider and adopt the Audited Balance Sheet as at March 31, 2017 and Statement of Profit and Loss for the financial year ended on March 31, 2017 together with the reports of the Directors and the Auditors.	25453325	16	0
2.	To declare dividend on equity shares of the Company for the financial year ended on March 31, 2017	25453403	16	0
3.	To appoint a Director in place of Ms. Jayantika Dave (DIN: 01585850), who retires by rotation and, being eligible, offers herself for reappointment.	25273786	179540	0
4.	To appoint Messrs. B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022), as statutory auditors in place of Messrs. Price Waterhouse	25453291	100	0

	& Co Bangalore LLP, the retiring Auditors, for a period of 5 (five) years from the conclusion of this Annual General Meeting.			
5.	To appointment Mr. Amar Kaul as a Director of the Company.	25452896	45	0
6.	To appoint Mr. Amar Kaul as Managing Director of the Company.	25452819	122	0
7.	Ratification of remuneration to Messrs. Ashish Bhavsar & Associates, Cost Accountants Ahmedabad for the audit of the cost record of the Company for the financial year ending March 31, 2017	25453284	57	0

Yours truly,


Sachita Shetty

Place: Mumbai
Date: August 04, 2017

