



FORM No. MGT - 13

Report of Scrutinizer

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

To

The Chairman
MAC CHARLES (INDIA) LIMITED
28, Sankey Road
Bangalore - 560 052

For 36th Annual General Meeting of the Equity Shareholders of the Company, held
on Thursday the 29th September, 2016 at 4.00 p.m. at Hotel Le Meridien, No. 28,
Sankey Road, Bangalore-560 052

Dear Sir,

I, Chandu Narayan B, a Practicing Company Secretaries firm having its office at #
20/1, SLV Complex, Seshadripuram, Link Road, Bangalore-56020 was appointed
as the Scrutinizer for the purpose of poll taken on the below mentioned
resolutions, at the 36th Annual General Meeting of the equity shareholders of MAC
CHARLES (INDIA) LIMITED ("The Company") held on 29th September, 2016 at 4.00
P.M. at Hotel Le Meridien, No. 28, Sankey Road, Bangalore-560 052, submit my
report as under:

1. After the time fixed for closing of the poll by the Chairman, a ballot box was
kept for polling and was locked in my presence with due identification marks
placed by me.



2. The Locked Ballot box was subsequently opened on 29th of September 2016 in the presence of two witnesses, namely Mr.V.Arun and Mr.Shivaram who are not in employment of the company, 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 defective or if signature of any shareholder did not match with the records have been treated as invalid and were kept separately.
4. The E-Voting period remained open from 9.00 A.M. on Monday, the 26th of September 2016 up to 5.00 PM on Wednesday, the 28th of September, 2016.
5. The Shareholders holding shares as on the "cut-off" date, i.e. 22/09/2016 were entitled to vote on the resolutions as mentioned in the Notice of the 36th Annual General Meeting of "MAC CHARLES (INDIA) LIMITED through E-Voting.
6. The results of the Poll & E-Voting is as under:
 - a) Resolution No. 1 (Ordinary Resolution)
 1. To receive, consider, approve and adopt the Audited Statement of Profit and Loss for the year ended March 31, 2016 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of the resolution :

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
122	9791071	99.99

(ii) Voted in against of the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
1	100	0.001



(iii) Invalid Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them
15	494

(b) Resolution No. 2 (Ordinary Resolution)

2. To confirm interim dividend on equity shares already paid as final dividend.

(i) Voted in favour of the resolution :

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
120	9790871	99.99

(ii) Voted in against of the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
3	300	0.001

(iii) Invalid Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them
15	494

(C) Resolution No. 3 (Ordinary Resolution)

3. To appoint a Director in place of Mr.Suresh Vaswani, who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted in favour of the resolution :

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
123	9791171	100.00



(ii) Voted in against of the resolution:

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

(iii) Invalid Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them
15	494

(D) Resolution No. 4 (Ordinary Resolution)

4. To reappoint M/s. K.B. Nambiar and Associates, Chartered Accountants, Bengaluru as Statutory Auditors of the Company.

(i) Voted in favour of the resolution :

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
123	9791171	100.00

(ii) Voted in against of the resolution:

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

(iii) Invalid Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them
15	494

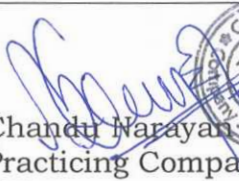
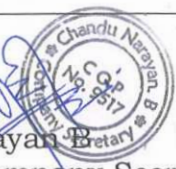


7. A compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid is enclosed.
8. The Poll Papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.
9. All of the above mentioned resolutions have passed with requisite majority.

Thank You,

Yours Faithfully,

Place: Bangalore
Date : September 30, 2016



Chandu Narayan B
Practicing Company Secretary
C P No. 9517
Membership No. A23222