

Details of Agenda	
Resolution Required:	Special Resolution
Mode of voting:	Postal Ballot (including e-voting)
Total Number of shareholders as on 29 <sup>th</sup> May 2015 (cut-off date for reckoning the voting rights of the members)	5,679

**Resolution No. 1:** Special Resolution u/3 of the Companies Act, 2013 towards Alteration in Object Clause:

Promoter/Public	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes- in favour (4)	No.of Votes- against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	50055750	50055750	100.00%	50055750	Nil	100.00%	Nil
Public Institutional Shareholders	2455866	0	0	Nil	Nil	0	Nil
Public- Others	15742962	2431159	15.44%	2429724	1435	99.94%	0.06%
<b>Total</b>	<b>68254578</b>	<b>52486909</b>	<b>76.90%</b>	<b>52485474</b>	<b>1435</b>	<b>99.99%</b>	<b>Negligible</b>

Resolution passed by requisite majority

Yours Faithfully  
For **Gravita India Limited**

Sd/-  
Leena Jain  
(Company Secretary & Compliance Officer)



# P. Pincha & Associates

*Company Secretaries*

## Scrutinizer`s Report

To,

The Board of Directors  
Gravita India Limited  
“Saurabh” Chittora Road  
Harsulia Mod, Diggi-Malpura  
Tehsil Phagi, Jaipur-303904

**Sub:** Report of Scrutinizer on passing of the resolutions through Postal Ballot as set-out in the Postal Ballot Notice dated 23<sup>rd</sup> May 2015.

Dear Sir(s),

I, Mr. Pradeep Pincha, Practicing Company Secretary have been appointed by the Board of Directors of the Company at its meeting held on 23<sup>rd</sup> May, 2015 as a Scrutinizer for conducting the postal ballot voting process prescribed under section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules 2014.

I hereby State that the Management of the Company is responsible for the compliance of Companies Act, 2013, SEBI Act, 1992 and the provisions of Listing Agreement related to Postal Ballot Process including e-Voting and my responsibility is only to the extent of making a Scrutinizers Report for ascertaining the votes cast in “Favour” or “Against” for respective resolutions by way of Postal Ballot including e-Voting.

1. I submit my report as under:

- The Company has completed the dispatch of postal ballot forms physically on 06<sup>th</sup> June, 2015 along with postage prepaid business reply envelope to the Members whose name(s) appeared on the Register of Member/list of beneficiaries as on 29<sup>th</sup> May, 2015. The company also availed the e-Voting facility offered by CDSL for conducting e-Voting by the members of the Company as permitted under Section 108, 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014. Notice of Postal Ballot to Members was also sent through mail whose e-mail Ids were registered with the Company.
- After the time fixed for closing of the e-Voting i.e. 5.00 p.m. on 05<sup>th</sup> July, 2015, a final electronic report of e-Voting was generated by me from the website viz.evotingindia.com of CDSL, the Authorized Agency, to provide e-Voting facility.
- The Physical Postal Ballot Forms received till the time fixed for receiving of the Postal Ballot i.e. 5.00 p.m. on 05<sup>th</sup> July, 2015 were duly opened in my presence and scrutinized and the shareholding was matched / confirmed with the Register of Members of the company/list of beneficiaries as on cut-off date i.e. 29<sup>th</sup> May, 2015.



# P. Pincha & Associates

*Company Secretaries*

- Envelopes containing postal ballot forms received after 5.00 p.m. on 05<sup>th</sup> July, 2015 were not considered for my scrutiny.
- The result of the scrutiny of the above postal ballot voting including e-Voting in respect of the resolutions as set-out in the Notice are as under:

**Item No. 1: Special Resolution U/s 13 of the Companies Act, 2013 for alteration in Object Clause of Memorandum of Association of the Company.**

Particular	Number of Members Voting through			Number of votes cast through			Total in Percentage (%)
	Postal Ballot	e-Voting	Total	Postal Ballot	e-Voting	Total	
<b>Assent</b>	39	55	94	1684507	50800967	52485474	99.998
<b>Dissent</b>	3	1	4	1210	225	1435	0.002
<b>Invalid Votes</b>	14	Nil	14	-	-	-	-
<b>Total</b>	56	56	112	1685717	50801192	52486909	100.00

4. After the aforesaid scrutiny of the Postal Ballot Process including e-Voting, I report that the resolutions as set-out in the said Notice have been passed with requisite majority as required under the provisions of Companies Act, 2013.
5. I have handed over the Postal Ballot Forms and other related papers/registers and records as well as report generated from the website of CDSL with regard to electronic voting for safe custody to the Company Secretary of the Company authorised by the Board to supervise the postal ballot process.
6. You may accordingly declare the result of the voting by Postal Ballot.

Thanking You,

Yours Sincerely,  
For **P. Pincha & Associates**  
*Company Secretaries*

Sd/-  
**Pradeep Pincha**  
Proprietor  
C.P. No.: 4426  
M No.: FCS 5369

Date: 07<sup>th</sup> July, 2015  
Place: Jaipur