



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
45th Annual General Meeting of the Equity Shareholders
Of Steelcast Limited held on Tuesday, 9th Day of August, 2016 at 4.30 PM at
Nilambag Palace Hotel, Bhavnagar 364 001.

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 (EVEN 104285) and the poll taken on the below mentioned resolution(s), at the 45th Annual General Meeting of the Equity Shareholders of Steelcast Limited held on Tuesday, 9th Day of August, 2016 at 4.30 PM at Nilambag Palace Hotel, Bhavnagar 364 001, submit my report as under:

1. The e-voting period commenced on 4th August, 2016 from 9.00 AM and concluded on 8th August, 2016 at 5.00 PM. The e-voting services were provided by National Securities Depository Limited (NSDL).
2. The shareholders holding shares as on the cut-off date i.e. 3rd August, 2016 were entitled to vote on the proposed resolutions (item No. 1 to 5 as set out in the Notice of 45th Annual General Meeting of the Company.)
3. The votes were unblocked at Anand on 9th August, 2016 at 5.05 p.m. in the presence of two witness. Mr. Nirav Parih and Mr. Bhavin Parikh 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 NSDL. The combined results of the voting is as under :



RESOLUTION NO. 1 – ORDINARY RESOLUTION

To receive, consider, approve and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2016 and the Report of the Board of Directors and Auditors thereon.

(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
17	9667379	6	2590
Total No. of members voted			23
Total number of votes casted by them			9669969
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
0	0

RESOLUTION NO. 2 – ORDINARY RESOLUTION

To appoint a Director in place of Mrs. Manali C. Tamboli, a Non-Independent Non-Executive Director having Director Identification Number 02544323, who retires by rotation and being eligible offers herself for re-appointment.

(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
17	9667379	6	2590
Total No. of members voted			23
Total number of votes casted by them			9669969
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
0	0

RESOLUTION NO. 3 – ORDINARY RESOLUTION

To ratify appointment of Auditors and 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
17	9667379	6	2590
Total No. of members voted			23
Total number of votes casted by them			9669969
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
0	0



RESOLUTION NO. 4 – ORDINARY RESOLUTION

To ratify remuneration paid to MS. S K Rajani and Co. Cost Accountants.

(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
17	9667379	6	2590
Total No. of members voted			23
Total number of votes casted by them			9669969
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
0	0

RESOLUTION NO. 5 – SPECIAL RESOLUTION

To reappoint Mr. Chetan M. Tamboli as Managing Director of the Company.

(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
17	9667379	6	2590
Total No. of members voted			23
Total number of votes casted by them			9669969
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
0	0

6. 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.
7. 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 45th 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 : 09.08.2016