

VIJAYAKRISHNA K T
BHM, LLB, FCS, ACMA
Company Secretary

496/4, 11 Floor, 10th Cross
Near Basha Circle, Sadashivanagar,
Bangalore - 560 080, INDIA
Tel : +91 80 23610847, 41231106
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krvijaykrishna@gmail.com

Form No. MGT-13

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

To:
Mr. Bharat. D. Shah
Chairman
3M India Limited
Bangalore

Held on 10th August, 2018 at Trinity Hall, Vivanta by Taj
41/3, M.G. Road
Bangalore – 560 001

Dear Sir,

I, Vijayakrishna KT, Practising Company Secretary, Bangalore, appointed as Scrutinizer for the purpose of the Insta Poll taken on the below mentioned resolutions at the 31st Annual General Meeting of the Equity Shareholders of 3M India Limited, held on 10th August, 2018, at Trinity Hall, Vivanta by Taj, 41/3, M.G. Road, Bangalore – 560 001, submit my report as under:

1. After the time fixed for closing of the Poll by Chairman, Insta Poll i.e. electronic mode, facility was extended in my presence.
2. The results of the Insta Poll are as under:

ORDINARY BUSINESS:

1. Adoption of Financial Statements for the financial year ended 31st March, 2018
(Ordinary Resolution):



i. Voted In favour of the resolution:

No. of Persons voted	No. of Votes cast	% of total Valid Votes
83	43635	100.00

ii. Voted against the resolution:

No. of Persons voted	No. of Votes cast	% of total Valid Votes
0	0	0

iii. Invalid votes:

No. of Persons voted	No. of Votes cast
0	0

2. Re-appointment of Mr. Albert C Wang (DIN: 05234667), who retires by rotation (Ordinary Resolution):

i. Voted in favour of the resolution:

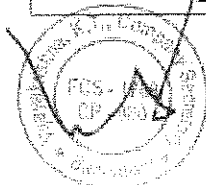
No. of Persons voted	No. of Votes cast	% of total Valid Votes
83	43635	100.00

ii. Voted against the resolution:

No. of Persons voted	No. of Votes cast	% of total Valid Votes
0	0	0

iii. Invalid votes:

No. of Persons voted	No. of Votes cast
0	0



SPECIAL BUSINESS:

**3. Ratification of Remuneration payable to Messrs Rao, Murthy and Associates,
Cost Auditors for the Financial Year ending 2018-19 (Ordinary Resolution):**

i. Voted in favour of the resolution:

No. of Persons voted	No. of Votes cast	% of total Valid Votes
83	43635	100.00

ii. Voted against the resolution:

No. of Persons voted	No. of Votes cast	% of total Valid Votes
0	0	0


iii. Invalid votes:

No. of Persons voted	No. of Votes cast
0	0

All records were sealed and handed over to the Company Secretary for safe keeping.

Place: Bangalore
Date: 11.08.2018

VLS
11/8/18

Yours faithfully,

Vijayakrishna KT
Practising Company Secretary
FCS No.: 1788
C. P. No.: 980

VIJAYAKRISHNA K T
BBA, LLB, FCS, ACMA
Company Secretary

496/4, II Floor, 10th Cross
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ktvijaykrishna@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and the Companies
(Management & Administration) Rules, 2014]

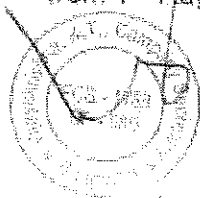
To
Mr. Bharat. D. Shah
Chairman
3M India Limited
Bangalore

Dear Sir,

I, Vijayakrishna KT, Company Secretary in Whole-Time Practice (FCS No 1788, CP No.980), having office at # 496/4, 2nd Floor, 10th Cross, Near Bashaam Circle, Sadashivanagar, Bangalore – 560 080, was duly appointed as Scrutinizer by 3M India Limited for the purpose of scrutinizing the voting through remote e-voting and through Insta Poll facility provided at the 31st Annual General Meeting held on 10th August, 2018, pursuant to Sections 108 and 109 of the Companies Act, 2013, read with Rules 20 and 21 of the Companies (Management & Administration) Rules, 2014 as amended from time to time and the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Management of the Company is responsible to ensure compliance of the requirements of the Companies Act, 2013 and Rules relating to voting through e-voting and Insta Poll facility at the Annual General Meeting venue for the resolutions proposed in the notice of 31st Annual General Meeting of the Members of the Company held on 10th August, 2018. My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for the votes casts in "favour" or "against" on the resolutions proposed in the Notice convening the 31st Annual General Meeting of the Company, based on the report provided by Karvy Computer Share Private Limited, the Agency engaged by the Company to provide e-voting and Insta Poll facility at the venue of the Meeting.

In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the e-voting was kept open for three days from 7th August, 2018 (9.00 A.M. IST) till 9th August, 2018 (5.00 P.M. IST) and Members



were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform.

The Members holding Equity Shares as on the "cut-off date" i.e., 3rd August, 2018 were entitled to vote on the resolutions proposed in the Notice calling the 31st Annual General Meeting.

At the end of the e-voting period on 9th August, 2018 (5.00 P.M. IST), the voting portal of the service provider was blocked forthwith.

The votes cast were unblocked on 10th August, 2018 in the presence of Mrs. Kalai Vani S and Ms. Muktha R, who acted as witnesses as prescribed under sub-rule 3(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

Thereafter, the details containing *inter-alia*, the list of the Members, who voted "for" or "against" on each of the resolutions that were put to vote, were derived from Insta Poll and the report generated from the e-voting website of Karvy Computershare Private Limited i.e. www.evoting.karvy.com and based on such reports,

- a. 52 members have cast their votes through remote e-voting.
- b. 83 members have cast their votes through Insta Poll facility at the Annual General Meeting.

The brief analysis of the results of the remote e-voting and Insta Poll is as under:

ORDINARY BUSINESS:

Item No.1: Adoption of Financial Statements for the financial year ended 31st March, 2018:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		Insta Poll		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	52	9645064	83	43635	135	9688699	100.00
Dissent	0	0	0	0	0	0	0.00
Total	52	9645064	83	43635	135	9688699	100.00
Abstained/ Invalid	0	0	0	0	0	0	NA



Item No. 2: Re-appointment of Mr. Albert C Wang (DIN: 05234667), who retires by rotation:

Ordinary Resolution:

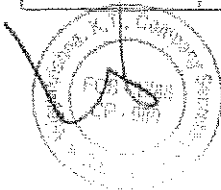
Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		Insta Poll		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	26	9439009	83	43635	109	9482644	97.87
Dissent	26	206055	0	0	26	206055	2.13
Total	52	9645064	83	43635	135	9688699	100.00
Abstained/ Invalid	0	0	0	0	0	0	NA

SPECIAL BUSINESS:

Item No. 3: Ratification of Remuneration payable to Messrs Rao, Murthy and Associates, Cost Auditors for the Financial Year 2018-19:

Ordinary Resolution:

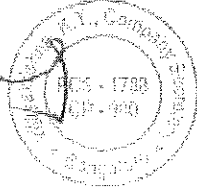
Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		Insta Poll		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	52	9645064	83	43635	135	9688699	100.00
Dissent	0	0	0	0	0	0	0.00
Total	52	9645064	83	43635	135	9688699	100.00
Abstained/ Invalid	0	0	0	0	0	0	NA

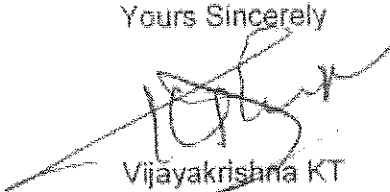


Based on the foregoing, the resolution numbers from 01 to 03 may be deemed to have been passed by requisite majority.

All the relevant records relating to e-voting and Insta poll facility are under my safe custody are being handed over to the Company Secretary of the Company for preserving safely.

Thanking You
Yours Sincerely




Vijayakrishna KT
Practising Company Secretary
FCS No.: 1788
C. P. No.: 980

Date: 11.08.2018
Place: Bangalore

Witnesses:


1. Kalai Vani S


2. Muktha R


UQ
11/8/18