

VIJAYAKRISHNA K T  
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Company Secretary

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## REPORT OF SCRUTINIZER ON E-VOTING AND POSTAL BALLOT PROCESS

Private & Confidential

{Strictly to the addressee only}

27<sup>th</sup> July, 2018

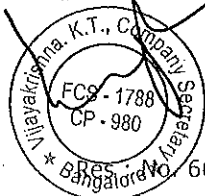
To  
Mr. Bharat D. Shah  
Chairman  
3M India Limited  
Plot No 48-51, Electronic City  
Hosur Road  
Bengaluru- 560 100

Dear Sir

I, Vijayakrishna KT, Company Secretary in Whole-Time Practice (FCS No 1788, CP No.980), having office at # 496/4, 2<sup>nd</sup> Floor, 10<sup>th</sup> Cross, Near Bashyam Circle, Sadashivanagar, Bangalore – 560 080, was duly appointed as Scrutinizer by the Company for the purpose of scrutinizing the Postal Ballot facility provided as per Sections 108 and 110 of the Companies Act, 2013 ('the Act'), read with Rule 20 and 22 of the Companies (Management & Administration) Rules, 2014 as amended from time to time ('the Rules') and the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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 Resolution proposed in the Notice dated 21<sup>st</sup> June, 2018 based on the report provided by Karvy Computershare Private Limited, the Agency engaged by the Company to provide e-voting facility and ballots received through post up to 26<sup>th</sup> July, 2018.

In terms of the aforesaid Notice and as per the provisions of the Act and the Rules, e-voting was kept open from 27<sup>th</sup> June, 2018 (9.00 A.M. IST) till 26<sup>th</sup> July, 2018 (5.00 P.M. IST) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the Resolution on the e-voting platform.



The details containing *inter-alia*, the list of the Members, who voted “for” or “against” on the Resolution that was put to vote, was derived from the Ballots received and the report generated from the e-voting website of Karvy Computershare Private Limited i.e. [www.evotingin.karvy.com](http://www.evotingin.karvy.com) and based on such reports,

- a. 81 members have cast their votes through remote e-voting.
- b. 56 members have cast their votes through Physical Ballot.

On verification of 137 Ballots received by post and voting through e-Voting, up to 26<sup>th</sup> July, 2018 from the Shareholders of 3M India Limited, holding Equity Shares, both in physical and electronic mode, and based on the information made available to me, I hereby submit my Report on the results of the Postal Ballot, as follows:

**VOTING ANALYSIS CONSIDERING BOTH E-VOTING AND PHYSICAL POSTAL BALLOT PAPERS RECEIVED**

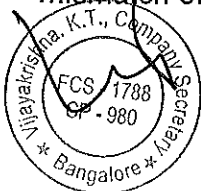
**SPECIAL BUSINESS: ORDINARY RESOLUTION**

**Approve investment in the Equity Share Capital of 3M Electro Communication India Private Limited**

Particulars	No. of votes contained in						% Total Valid Votes Cast
	Remote E-voting		Ballot Form		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	78*	1216828	51	3975	129	1220803	99.98
Dissent	3	159	2	91	5	250	0.02
Total	81	1216987	53	4066	134	1221053	100
Invalid/ Abstained	0	0	3	160	3	160	NA

\*One Shareholder has exercised and voted communicating ASSENT in respect of part of the Shares held him.

Out of the 56 (Fifty Six) Physical Ballot Forms received, 03 (Three) Postal Ballots containing 160 (One Hundred and Sixty) Shares have been rejected as invalid due to mismatch of signatures.



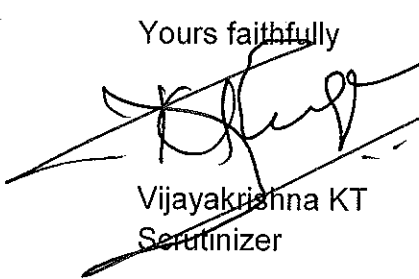
The Promoters being considered as 'Related Parties' for the subject Resolution under the provisions of the Companies Act, 2013, have abstained from exercising the voting rights.

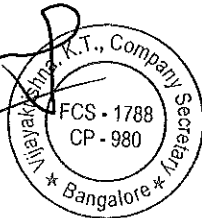
Based on the above information, you may kindly declare the results and take steps accordingly.

I hereby enclose the Polling Papers received as per details above. E-voting statement is being furnished to you.

Thanking you

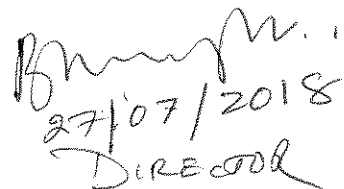
Yours faithfully

  
Vijayakrishna KT  
Scrutinizer



Encl: As above

  
27/7/18

  
27/07/2018  
DIRECOR