

PARAMESHWAR G. BHAT

B.Com., LLB, ML, MBA, FCS

Company Secretary

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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, Parameshwar G Bhat, Company Secretary in Whole-Time Practice (FCS No 8860, CP No. 11004), having office at # 496/4, 2nd Floor, 10th Cross, Near Bashyam Circle, Sadashivanagar, Bengaluru - 560 080, duly appointed as Scrutinizer by 3M India Limited ('the Company') for the purpose of scrutinizing the e-voting prior to the AGM ('remote e-voting') and electronic voting ('e-voting') at the 34th Annual General Meeting held on Thursday, August 26, 2021 at 10.30 am IST held through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), pursuant to Sections 108 and 109 of the Companies Act, 2013 (the Act), read with Rules 20 and 21 of the Companies (Management & Administration) Rules, 2014 (the Rules) as amended from time to time and the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations), hereby furnish my Report to you.

The notice dated May 28, 2021, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular No. 02/2021 dated January 13, 2021 read with Circular No.14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 5, 2020 (collectively referred to as "MCA Circulars") and SEBI Circulars dated May 12, 2020 and January 15, 2021.

The Management of the Company is responsible to ensure compliance of the requirements of the Companies Act, 2013 and Rules made there under relating to voting through remote e-voting and e-voting at the Annual General Meeting for the



resolutions proposed in the Notice of 34th Annual General Meeting. My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting at the AGM are conducted in a fair and transparent manner and is restricted to make Scrutinizer's Report for the votes cast in "favour" or "against" the resolutions proposed in the Notice convening the 34th Annual General Meeting of the Company.

The e-voting facility both for remote e-voting and e-voting at the AGM were provided by National Securities Depository Limited (NSDL).

In terms of the aforesaid Notice and as per the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the remote e-voting was kept open for three days from Monday, 23rd August, 2021 (9.00 A.M. IST) till Wednesday, 25th August, 2021 (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.

After declaration of voting by the Chairman, the Shareholders present at the AGM through VC/OAVM voted through e-voting facility at the AGM provided by NSDL at the AGM.

The Members holding Equity Shares as on the "cut-off date" i.e., 20th August, 2021 were entitled to vote on the Resolutions proposed in the Notice calling the 34th Annual General Meeting.

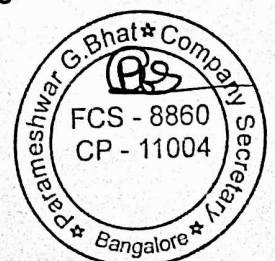
At the end of the voting period on 25th August, 2021 (5.00 P.M. IST), the voting portal of NSDL was blocked forthwith.

After the conclusion of e-voting at the AGM, the votes cast under remote e-voting and votes cast through e-voting at the AGM were unblocked on 26th August, 2021, in the presence of Mr. Ravinand Shamarayar and Ms. Sahana Bhat who acted as witnesses as prescribed under sub-rule 3(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and thereafter the votes cast there under were counted.

Thereafter, the details containing *inter alia*, the list of the Members, who voted "for" or "against" each of the resolution that were put to vote, were derived from the report generated from the e-voting portal of NSDL i.e. www.evoting.nsd.com and based on such reports:

- a. 326 (folio wise) Members have cast their votes through remote e-voting.
- b. 3 (folio wise) Members have cast their votes through e-voting at the Annual General Meeting.

The brief analysis of the results of the remote e-voting and e-voting at the Annual General Meeting are as under:



ORDINARY BUSINESS:

Item No.1: Adoption of Standalone Financial Statements for the financial year ended March 31, 2021:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		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	316	9595364	3	7	319	9595371	99.99%
Dissent	10	668	0	0	10	668	0.01%
Total	326	9596032	3	7	329	9596039	100%
Abstained / Invalid	1	1170	0	0	1	1170	NA

Item No. 2: Adoption of Consolidated Financial Statements for the financial year ended March 31, 2021:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		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	316	9595364	3	7	319	9595371	99.99%
Dissent	10	668	0	0	10	668	0.01%
Total	326	9596032	3	7	329	9596039	100%
Abstained / Invalid	1	1170	0	0	1	1170	NA



Item No. 3: Re-appointment of Mr. Jongho Lee (holding DIN: 06720950) who retires by rotation:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		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	293	9547550	2	5	295	9547555	99.58%
Dissent	31	40691	0	0	31	40691	0.42%
Total	324	9588241	2	5	326	9588246	100%
Abstained / Invalid	2	8963	0	0	2	8963	NA

Item No. 4: Re-appointment of Statutory Auditors of the Company for a second term of Five (5) years and fixing their remuneration:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		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	307	9595241	3	7	310	9595248	99.99%
Dissent	18	782	0	0	18	782	0.01%
Total	325	9596023	3	7	328	9596030	100%
Abstained / Invalid	1	1179	0	0	1	1179	NA



SPECIAL BUSINESS:

Item No. 5: Payment of remuneration by way of commission to Non-Executive Independent Directors of the Company for Five (5) financial years commencing from the financial year April 01, 2021:

Special Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		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	298	9588006	1	4	299	9588010	99.99%
Dissent	26	1017	2	3	28	1020	0.01%
Total	324	9589023	3	7	327	9589030	100%
Abstained / Invalid	2	8179	0	0	2	8179	NA

Item No. 6: Ratification of remuneration payable to Messrs. Rao, Murthy & Associates, Cost Auditors for the financial year 2021-22:

Ordinary Resolution:

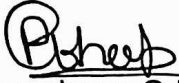
Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	306	9595144	2	6	308	9595150	99.99%
Dissent	17	875	1	1	18	876	0.01%
Total	323	9596019	3	7	326	9596026	100%
Abstained / Invalid	3	1183	0	0	3	1183	NA

Based on the foregoing, the Resolutions No. from 1 to 6 in the Notice of 34th Annual General Meeting may be deemed to have been passed by requisite majority.



All the relevant records relating to remote e-voting and e-voting are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely.

Thanking You
Yours Sincerely



Parameshwar G Bhat

Company Secretary

FCS No.: 8860

C. P. No.: 11004

UDIN: F008860C000843639



Date: 27.08.2021

Place: Bangalore

Names

1. Ravinand Shamarayar
2. Sahana Bhat

Signatures

