



September 28, 2014

**Form MGT 13**

**Combined Report of Scrutinizer (E-voting & Poll)**

**(Pursuant to Rule Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014)**

To:

The Chairman  
25<sup>th</sup> Annual General Meeting of the shareholders of  
I Power Solutions India Limited,  
No. 515, II Floor, 2<sup>nd</sup> Main Road,  
Karpagam Gardens, Adyar, Chennai-600 020.

Dear Sir,

**Sub: Scrutinizer's report for the E-voting & Poll on the 29<sup>th</sup> Annual General Meeting of the Company**

I, V. Nagarajan, Practising Company Secretary have been appointed by the Board of Directors of **M/s I Power Solutions India Limited**, (The Company) as a Scrutinizer for the purpose of Scrutinizing the E-voting process and Poll taken on the resolution(s) mentioned in the 29<sup>th</sup> Annual General Meeting of the equity shareholders of the company held on the 26<sup>th</sup> day of September, 2014 at 3.00 PM at Sangeetha Residency, #2, Luz Church Road, Mylapore, Chennai - 600 004.

My responsibility as a Scrutinizer for the e-voting and Poll process is restricted to make Scrutinizer report of the company vote cast "in favour" or "against" and/or "invalid" the resolutions stated above, based on the ballot papers handed over to us by the company in a duly sealed/locked box and the reports generated from the e-voting system provided by Mis Cameo Corporate Services Limited, ([www.evotingindia.com](http://www.evotingindia.com)) the authorized agency to provide the e-voting facilities, engaged by the company and ballot papers handed over to us by the company respectively.

Further to the above, I submit my report as under:

- i) The e-voting period was open from 16<sup>th</sup> September, 2014 at 9.00 AM to 16<sup>th</sup> September, 2014 6.00 PM. We further confirm that e-voting option/facility was closed after 6.00 PM on 16<sup>th</sup> September 2014.
- ii) The members of the company as on the "Cut-off date" on or before, 18<sup>th</sup> day of September, 2014 were entitled to vote on resolutions (Item No. 01 to 03) as set out in the Notice of the 29<sup>th</sup> AGM of the Company.

For **V. NAGARAJAN & CO.**  
Company Secretaries in Practice

**V. NAGARAJAN**

- iii) Thereafter the details containing inter-alia, list of Equity shareholders, who "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of Cameo Corporate Services Limited. And CDSL Website (<https://www.evotingindia.com>) and based on such reports generated, the results of the e-voting are as under.
- iv) After the time fixed for closing of the poll by the Chairman, 1 (One) ballot box kept for polling were locked in my presence with due identification marks placed by me.
- v) The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Share Transfer Agent M/s Cameo Corporate Services Limited, and the authorization/proxies lodged with the company.
- vi) The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

The combined results of the e-voting and poll are as follows:

For V. NAGARAJAN & CO.,  
Company Secretaries -in- Practice

  
V. NAGARAJAN  
PROPRIETOR  
FCS 5628, CP 1298

Item No.1

a) Ordinary Resolution

To receive, consider and adopt the Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2014 including audited Balance Sheet as at 31<sup>st</sup> March, 2014 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

i) Voted in Favour of the Resolution

Number of members voted	Number of Votes cast by them	% of total number of Valid votes cast
26	3148500	100

ii) Voted against the Resolution

Number of members voted	Number of Votes cast by them	% of total number of Valid votes cast
Nil	Nil	Nil

iii) Invalid Votes

Number of members whose votes were declared invalid	Total Number of Votes cast by them
Nil	Nil

For V. NAGARAJAN & CO.,  
Company Secretaries -In- Practice

  
V. NAGARAJAN  
PROPRIETOR  
FCS 6426/CP 3268

**Item No.2**

**Ordinary Resolution**

To appoint a Director in place of Mr. K. Baskaran (holding DIN 01830471) , who retires by rotation and being eligible, offers himself for re-appointment.

**i) Voted in Favour of the Resolution**

Number of members voted	Number of Votes cast by them	% of total number of Valid votes cast
76	3148500	100

**ii) Voted against the Resolution**

Number of members voted	Number of Votes cast by them	% of total number of Valid votes cast
Nil	Nil	Nil

**iii) Invalid Votes**

Number of members whose votes were declared invalid	Total Number of Votes cast by them
Nil	Nil

**For V. NAGARAJAN & CO.,**  
Company Secretaries -in- Practice

  
V. NAGARAJAN  
FACILITATOR  
FCS 5624, CP 3258

**Item No.3**

**Ordinary Resolution**

"RESOLVED THAT Mr. W.S. Madhavan, Chartered Accountants, Chennai, the retiring auditors be and is hereby appointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting on such remuneration as may be decided by the Board of Directors".

**i) Voted in Favour of the Resolution**

Number of members voted	Number of Votes cast by them	% of total number of Valid votes cast
26	3148500	100

**ii) Voted against the Resolution**

Number of members voted	Number of Votes cast by them	% of total number of Valid votes cast
Nil	Nil	Nil

**iii) Invalid Votes**

Number of members whose votes were declared invalid	Total Number of Votes cast by them
Nil	Nil

**For V. NAGARAJAN & CO.,**  
Company Secretaries in Practice



**V. NAGARAJAN**  
PROPRIETOR  
FCS 5626, CP 3282


5. A Compact Disc (CD) containing the details of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary/ Director authorized by the Board for safe custody.

Thanking you,

Yours faithfully,

For V.Nagarajan & Co.,  
Company Secretaries In Practice

  
V.Nagarajan  
Proprietor  
CP 3288  
FCS 5626

