



M M FORGINGS LIMITED

CORPORATE OFFICE : "GUINDY HOUSE", 95, ANNA SALAI, CHENNAI - 600 032. INDIA

Proceedings of the Annual General Meeting

1. Date of the AGM : 27 August 2014
2. Total number of shareholders on record date: 7027
3. No. of shareholders present in the meeting either in person or through proxy:
Promoters and Promoter Group: 4
Public: 699
4. No. of Shareholders attended the meeting through Video Conferencing :
Promoters and Promoter Group: 0
Public: - 0

5. **Details of Agenda:** (Agenda-wise)

5.1 **Resolution No. 1:** For adoption of Audited Financial Statements for the year 2014

- 5.1.1 Resolution required: Ordinary
- 5.1.2 Mode of voting : E-voting and Poll
- 5.1.3 Result :

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstan- ding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on Votes polled (6) = 4/2*100	% of Votes against on votes polled (7)= 5/2*100
	(1)	(2)	(3)	(4)	(5)		
Promoter and Promoter Group	7179186	6908662	0	6908662	0	100	0
Public and Institutional holders	1017995	902883	0	902883	0	100	0
Public- Others	3873219	32041	0	32041	0	100	0
TOTAL	12070400	7843586	0	7843586	0	100	0

For MM FORGINGS LTD.,


J. SUMATHI
Company Secretary



CERTIFIED TO ISO / TS 16949 : 2009 STANDARDS

5.2 **Resolution No. 2: For the vacancy caused by retirement by rotation of Shri Vidyashankar Krishnan**

5.2.1 Resolution required: Ordinary

5.2.2 Mode of voting: E-voting and Poll

5.2.3 Result :

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstan- ding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on Votes polled (6) = 4/2*100	% of Votes against on votes polled (7)= 5/2*100
	(1)	(2)	(3)	(4)	(5)		
Promoter and Promoter Group	7179186	6908662	0	6908662	0	100	0
Public and Institutional holders	1017995	902883	0	902883	0	100	0
Public- Others	3873219	32041	0	32041	0	100	0
TOTAL	12070400	7843586	0	7843586	0		

5.3 **Resolution No.3 : For Reappointment of Statutory Auditors M/S Ramesh Kumar & Co. and fixing their remuneration**

5.3.1 Resolution required: Ordinary

5.3.2 Mode of voting : E-voting and Poll

5.3.3 Result :

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstan- ding shares	No. of Votes -in favour	No. of Votes - against	% of Votes in favour on Votes polled (6) = 4/2*100	% of Votes against on votes polled (7)= 5/2*100
	(1)	(2)	(3)	(4)	(5)		
Promoter and Promoter Group	7179186	6908662	0	6908662	0	100	0
Public and Institutional holders	1017995	902883	0	902883	0	100	0
Public- Others	3873219	32041	0	31791	250	99.99	0.01
TOTAL	12070400	7843586	0	7843336	250	99.99	0.01

For MM FORGINGS LTD.,


J. SUMATHI
Company Secretary

5.4 **Resolution No. 4: For appointment of Shri N. Srinivasan as Independent Director of the Company under the provisions of Section 149 of the Companies Act, 2013**

5.4.1 Resolution required: Ordinary

5.4.2 Mode of voting: E-voting and Poll

5.4.3 Result :

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstan- ding shares	No. of Votes -in favour (4)	No. of Votes - against (5)	% of Votes in favour on Votes polled (6) = 4/2*100	% of Votes against on votes polled (7)= 5/2*100
	(1)	(2)	(3)				
Promoter and Promoter Group	7179186	6908662	0	6908662	0	100	0
Public and Institutional holders	1017995	902883	0	902883	0	100	0
Public- Others	3873219	32041	0	31791	250	99.99	0.01
TOTAL	12070400	7843586	0	7843336	250	99.99	0.01

5.5 **Resolution No. 5: For appointment of Shri V.Vaidyanathan as Independent Director of the Company under the provisions of Section 149 of the Companies Act, 2013**

5.5.1 Resolution required: Ordinary

5.5.2 Mode of voting: E-voting and Poll

5.5.3 Result :

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstan- ding shares	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on Votes polled (6) = 4/2*100	% of Votes against on votes polled (7)= 5/2*100
	(1)	(2)	(3)				
Promoter and Promoter Group	7179186	6908662	0	6908662	0	100	0
Public and Institutional holders	1017995	902883	0	902883	0	100	0
Public- Others	3873219	26041	0	26041	0	100	0
TOTAL	12070400	7837586	0	7837586	0	100	0

For MM FORGINGS LTD.,


J. SUMATHI
Company Secretary

5.6 **Resolution No. 6: For appointment of Shri A. Gopalakrishnan as Independent Director of the Company under the provisions of Section 149 of the Companies Act, 2013**

5.6.1 Resolution required: Ordinary

5.6.2 Mode of voting: E-voting and Poll

5.6.3 Result :

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstan- ding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on Votes polled (6) = 4/2*100	% of Votes against on votes polled (7)= 5/2*100
	(1)	(2)	(3)	(4)	(5)		
Promoter and Promoter Group	7179186	6908662	0	6908662	0	100	0
Public and Institutional holders	1017995	902883	0	902883	0	100	0
Public- Others	3873219	32041	0	32041	0	100	0
TOTAL	12070400	7843586	0	7843586	0	100	0

5.7 **Resolution No. 7: Ratifying the appointment of Cost Auditor, Shri. S. Hariharan**


5.7.1 Resolution required: Ordinary

5.7.2 Mode of voting: E-voting and Poll

5.7.3 Result :

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstan- ding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on Votes polled (6) = 4/2*100	% of Votes against on votes polled (7)= 5/2*100
	(1)	(2)	(3)	(4)	(5)		
Promoter and Promoter Group	7179186	6908662	0	6908662	0	100	0
Public and Institutional holders	1017995	902883	0	902883	0	100	0
Public- Others	3873219	32041	0	31791	250	99.99	0.01
TOTAL	12070400	7843586	0	7843336	250	99.99	0.01

For MM FORGINGS LTD.,


J. SUMATHI
Company Secretary

New No.6, Old No.12,
Appavoo Gramani 1st Street,
Mandaveli,
(Opp. to Church Near by BSNL Office)
Chennai - 600 028.
Ph : 044-4360 1111
E-mail : secretarial@mdassociates.co.in
accounts@mdassociates.co.in



M. DAMODARAN & ASSOCIATES

Practicing Company Secretaries



M. Damodaran, B.Com, F.C.S. L.L.B.
Mobile:98412 81693

Scrutinizer's Report

To

The Chairman of 68th Annual General Meeting of the members of **MM FORGINGS LIMITED** held on the 27th day of August, 2014 at Narada Gana Sabha (Mini Hall), 314, T.T.K Road, Chennai - 600 018.

Dear Sir,

1. I, M. Damodaran , a Company Secretary in Practice, have been appointed as a scrutinizer by
 - (i) the Board of Directors of **MM FORGINGS LIMITED** ("the Company") for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 ("the 2013 Act") read with Rule 20 of the Companies (Management & Administration) Rules, 2014 ("Rules") and
 - (ii) the Chairman of the Annual General Meeting (AGM) for scrutinizing the poll process as ordered by him under the provisions of Section 109 of the 2013 Act read with Rule 21 of the Rules, on the resolutions contained in the notice to the 68th AGM of the members of the Company, held on the 27th day of August, 2014 at Narada Gana Sabha (Mini Hall), 314, T.T.K Road, Chennai - 600 018.





M. DAMODARAN & ASSOCIATES
Practicing Company Secretaries



2. The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolutions contained in the Notice to the 68th AGM of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to preparation of the Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the AGM Notice, based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the authorized agency engaged by the company to provide e-voting facilities for e-Voting and also at the time of poll, at the AGM.
3. I had issued a separate Scrutinizer's report dated 26th August, 2014 on the e-voting process and a report dated 27th August, 2014 on the poll process, on the resolutions contained in the notice to the AGM. As requested by the management, I submit herewith my combined report on the results of the e-voting together with that of the poll as under:-





M. DAMODARAN & ASSOCIATES
Practicing Company Secretaries



Item No. of Notice	Votes in favor of the resolution		Votes against the resolution		Invalid Votes
	Nos.	% of total number of valid votes (Favour and against)	Nos.	% of total number of valid votes (Favour and against)	
Item No. 1 of the Notice (as an Ordinary Resolution)	78,43,586	100%	0	0%	0
Item No. 2 of the Notice (as an Ordinary Resolution)	78,43,586	100%	0	0%	0
Item No. 3 of the Notice (as an Ordinary Resolution)	78,43,336	99.997%	250	0.003%	0
Item No. 4 of the Notice (as an Ordinary Resolution)	78,43,336	99.997%	250	0.003%	0
Item No. 5 of the Notice (as an Ordinary Resolution)	78,37,586	100%	0	0%	0





M. DAMODARAN & ASSOCIATES
Practicing Company Secretaries



Item No. 6 of the Notice (as an Ordinary Resolution)	78,43,586	100%	0	0%	0
Item No. 7 of the Notice (as an Ordinary Resolution)	78,43,336	99.997%	250	0.003%	0

Place: Chennai

For M. Damodaran & Associates

Date: 27.08.2014

