

S Vimal Betai

DEVESH VIMAL & CO

PRACTISING COMPANY SECRETARIES

204/5, GARDEN VIEW, NEAR KAMATI BAUG CIRCLE SAYAJIGUNJ, VADODARA-390 020

REGD. TRADEMARK AGENT

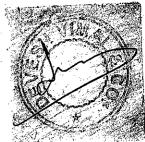
PHONE: 0265-2362962 TEL/FAX: 0265-2362718 E-mail : maildeveshpathak@rediffmail.com

maildpathak@yahoo.co.in

To Chairman, MUNJAL AUTO INDUSTRIES LTD 187 GIDC INDUSTRIAL ESTATE, WAGHODIA **VADODARA - 391760**

Dear Sir,

- I, Devesh A. Pathak, Practising Company secretary in Practice, 1. have been appointed as scrutinizer by
 - (i) the Board of Directors of Munjal Auto Industries Limited at its meeting held on 19th May, 2014 for the purpose of conducting the e-voting process in respect of all shareholders' resolutions to be passed at the 29th Annual General Meeting (AGM) pursuant to Clause 35-B of the Listing Agreement read with the provisions of Section 108 of the Companies Act, 2013 ('the Act') Companies (Management and 20 of the Administration) Rules, 2014 ('the Rules') and
 - (ii) the Chairman of the 29th Annual General meeting held on 8th August, 2014 to conduct a poll under the provisions of Section 109 and other applicable provisions, if any, of the Act read with Rule 21 of the Rules, in respect of the resolutions to be passed at the AGM of the members of the Company, held at the Regd. Office of the Company 187 GIDC Industrial Estate, Waghodia, Vadodara - 391760.
- The management of the Company is responsible to ensure the 2. compliance with the requirements of Clause 35- B of the Listing Agreement read with the Act and Rules relating to e-voting and poll in respect of the aforesaid resolutions. My responsibility as a scrutinizer for the e-voting process and for poll at AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, 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 have issued separate Scrutinizer's Report dated 7th August, 2014 on the e-voting (including ballots) separate report on the poll dtd. 8th August, 2014 on the poll on the aforesaid resolutions. As requested by the management, I submit combined report for e-voting (including ballots) and poll in respect of aforesaid resolutions as follows:

	Particulars		Resolut	ion-1 (0	Drdinary R	esolution)			
Sr. No.	Ballots/E-Votes	No. of Ballo Votes (No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			
		No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	% Total	
							- Iotui	I Otal	
1	BALLOTS RECEIVED	, 25	4	29	12,870	37404425	37417295		
2	LESS: INVALID BALLOTS	1*	0	1*	0		0	5 (1 c) (1 c	
						<u>0</u>	0		
3	VALID BALLOTS	24	4	28	12,870	37404425	37417295	100	
			X .			3. 3.123		100	
4	BALLOTS IN FAVOUR	24	4	28	12,870	37404425	37417295	100	
 					· · · · · · · · · · · · · · · · · · ·	1.5			
5	BALLOTS AGAINST	0	0	0	0	0	0	0	
		,,				15 15 15 15 15 15 15 15 15 15 15 15 15 1		· . V	
<u> </u>	TOTAL VALID BALLOTS	24	4	28	12,870	37404425	37417295	100	

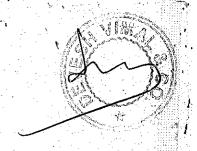
	Particulars		Resolut	ion-2 (0	Ordinary R	lesolution)			
Sr. No.	Ballots/E-Votes	No. of Ballots (inc	No. of Ballots in poll/Electronic Votes (including ballot)			No. of Votes			
		No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	% Total	
							1	Jotan	
1	BALLOTS RECEIVED	25	4	29	12,870	37404425	37417295	2 A F	
				10. Ug.	Sec.				
2	LESS: INVALID BALLOTS	1*	0	1	0	0	0	1.3	
1				Š.	 			5.0	
3	VALID BALLOTS	24	4	28	12,870	37404425	37417295	100	
					,0.7.0	7,07,107,120	07.127250	100	
4	BALLOTS IN FAVOUR	24	4	28	12,870	.37404425	37417295	100	
				1	<u> </u>	101 101 120	0, 11,12,50	100	
5	BALLOTS AGAINST	0	0	0	0	0			
<u> </u>				- -			0	0	
	TOTAL VALID BALLOTS	' 24	4	28	12,870	37404425	37417295	100	



DEVESH VIMAL & CO. PRACTISING COMPANY SECRETARIES

	Particulars		Resolut	ion-3 (0	Ordinary R	esolution)		% Tota
Sr. No.	Ballots/E-Votes	No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			0/
		No. of Ballots in poli	No. of E-Votes	Total	Physical	Electronic	Total	
<u> </u>		,				, ;		
<u> </u>	BALLOTS RECEIVED	25	4	29	12,870	37404425	37417295	1/1
2	LESS: INVALID BALLOTS	1*	0	1*	0	0	0	
•								111
3	VALID BALLOTS	24	4	28	12,870	37404425	37417295	100
			4					100
- 4	BALLOTS IN FAVOUR	24	4	28	12,870	37404425	37417295	100
					9 8 %	01.101120	12.230	100
5	BALLOTS AGAINST	, 0	0	0	0	0	0	0
							<u> </u>	U
	TOTAL VALID BALLOTS	24	4	28	12,870	37404425	37417295	100

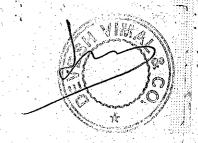
	Particulars		Resolut	ion-4 (C	Ordinary R	esolution)		% Total 100 100	
Sr. No.	Ballots/E-Votes	No. of Ballo Votes (ots in poll /Electro including ballot)	onic	No. of Votes			T 0/	
		No. of Bailots in poll	No. of E-Votes	Total	Physical	Electronic	Total		
								10.0.	
- 1	BALLOTS RECEIVED	25	4	29	12,870	37404425	37417295		
							01.12.12.50		
. 2	LESS: INVALID BALLOTS	1*	0	1*	0	0	0		
		1	4.1			 			
3	VALID BALLOTS	24	4	28	12,870	37404425	37417295	400	
<u> </u>					,o	01.101.120	0.11.200	100	
4	BALLOTS IN FAVOUR	24	4	28	12,870	37404425	37417295	400	
					12,010	01707723	07717293	_100	
5	BALLOTS AGAINST	0	0	0	0	0		<u>- 1944 </u>	
	•			The state of the s	<u> </u>		0	U	
	TOTAL VALID BALLOTS	24			10.070				
	. OTAL TALID DALLOTS		4	28	12,870	37404425	37417295	100	



DEVESH VIMAL & CO. PRACTISING COMPANY SECRETARIES

	Particulars Particulars								
Sr. No.	-Ballots/E-Votes	No. of Ballo Votes (No. of Ballots in poll /Electronic Votes (including ballot)			Ordinary Resolution) No. of Votes			
	.	No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	% Tota	
1, 1						3			
_ 1 .	BALLOTS RECEIVED	25	4	29	12,870	37404425	37417295		
								1 100	
. 2	LESS: INVALID BALLOTS	1*	0	1*	0	0	0	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	
			± .						
3	VALID BALLOTS	24	4 ,	28	12,870	37404425	37417295	100	
4	BALLOTS IN FAVOUR	. 24	4	28	12,870	37404425	37417295	100	
*		,							
5	BALLOTS AGAINST	0	0	0	0	0	0	0	
	TOTAL VALID BALLOTS	24	4	28	12,870	37404425	37417295	100	

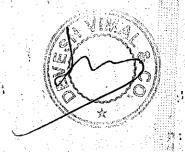
	Particulars		Resoluti	ion-6 (C	Ordinary R	esolution)		% Total 100 100
Sr. No.	Ballots/E-Votes	No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
·		No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	
							1-	
. 1	BALLOTS RECEIVED	25	4	29	12,870	37404425	37417295	
		ī					311111	A
2	LESS: INVALID BALLOTS	, 1*	0	1*	0	0	0	
								- 1 (1000 3 (1000
3	VALID BALLOTS	24	4	28	12,870	37404425	37417295	100
					Section 1	37.13.120		100
4	BALLOTS IN FAVOUR	24	4	28	12,870	37404425	37417295	100
5	BALLOTS AGAINST	0	0	0	0	0	0	O
					<u> </u>			
	TOTAL VALID BALLOTS	24	4	28	12,870	37404425	37417295	100



DEVESH VIMAL & CO. PRACTISING COMPANY SECRETARIES

	Particulars		Resolut	ion-7 (0	Ordinary R	lesolution)		
Sr. No.	Ballots/E-Votes	No. of Ballots in poll /Electronic Votes (including ballot) No. of					<u> </u>	%
		No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	Total
							/	10141
1	BALLOTS RECEIVED	25	4	29	12,870	37404425	37417295	
			3				3111110	
2	LESS: INVALID BALLOTS	1*	0	1*	0.	0	0	
<u> </u>		+			<u> </u>	3.		
3	VALID BALLOTS	24	4	28	12,870	37404425	37417295	100
					12,5.0		07 117250	100
4	BALLOTS IN FAVOUR	24	4	28	12,870	37404425	37417295	400
					12,070	31707723	01411290	100
.5_	BALLOTS AGAINST	0	0	n	0	0	0	
					<u></u>		0	0
274	TOTAL VALID BALLOTS	24	4	28	12,870	37404425	37417295	100

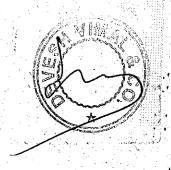
		<u> </u>	<u> </u>		12,070	37404425	37417295	100
	Particulars	1.0	Resolut	ion-8 (C	Ordinary R	esolution)		
Sr. No.	_Ballots/E-Votes	No. of Ballo Votes (ots in poll /Electro	nic		No. of Vote		%
	•	No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	Total
		1		:				70.01
1	BALLOTS RECEIVED	25	4	29	12,870	37404425	37417295	
-								- 12
2	LESS: INVALID BALLOTS	1*_	0	1*	0	ō	0	
								1/1
3	VALID BALLOTS	24	4	28	12,870	37404425	37417295	100
4	BALLOTS IN FAVOUR	24	4	28	12,870	37404425	37417295	100
						0.101120		.00
5	BALLOTS AGAINST	0	0	Q	0	0	0	0
				1		-		
	TOTAL VALID BALLOTS	<u>24</u>	4	28	12,870	37404425	37417295	100





	Particulars	1	Resolut	ion-9 ((Ordinary R	esolution)		#15.50 6.00	
Sr. No.	Ballots/E-Votes	No. of Ballo Votes (No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			
		No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	% Total	
								, ota,	
1	BALLOTS RECEIVED	25	4	29	12,870	37404425	37417295		
							0. 121250	-	
2	LESS: INVALID BALLOTS	1*	0	1*	0	0	0		
3	VALID BALLOTS	` 24	4	28	12,870	37404425	37417295	100	
						1		100	
4	BALLOTS IN FAVOUR	24	4	28	12,870	37404425	37417295	100	
						03 10 1120 (0.12,20	100	
5	BALLOTS AGAINST	0	0	0	0	0	0	0	
								- U	
	TOTAL VALID BALLOTS	24	4	28	12,870	37404425	37417295	100	

	Particulars		Resolut	ion-10	(Special R	esolution)			
Sr. No.	Ballots/E-Votes	No. of Ballo Votes (No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			
		No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	% Total	
							1 4 4 4 4 4		
1	BALLOTS RECEIVED	25_	4	29	12,870	37404425	37417295	7	
	Alph		-			1 1 1	0.111230		
2	LESS: INVALID BALLOTS	1*	0	1*	0	0	0	1. 1999 - Maili	
						-		171, 80	
_3	VALID BALLOTS	24	4	28	12,870	37404425	37417295	100	
* 25.				63		0.101123	07-11/250	100	
4	BALLOTS IN FAVOUR	24	4	28	12,870	37404425	37417295	4.5.5	
			-	40:*	· 12,07U	37404425	3/41/295	100	
5	BALLOTS AGAINST	0	0	ō				-1.411	
				0	0	0	0	0	
	TOTAL WALID DALL OTO								
	TOTAL VALID BALLOTS	24	4	_ 28	12,870	37404425	37417295	100	

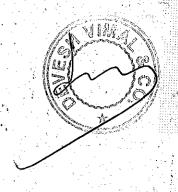


Continuation Sheet....

DEVESH VIMAL & CO. PRACTISING COMPANY SECRETARIES

	Particulars		Resolut	ion-11	(Special R	esolution)		% Total						
Sr. No.	Ballots/E-Votes		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes								
		No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total							
								10.0						
1	BALLOTS RECEIVED	25	4	29	12,870	37404425	37417295							
		,					3.12.230							
2	LESS: INVALID BALLOTS	1*	0	1*	0	0	0							
	•		B. (1)											
3	VALID BALLOTS	24	. 4	28	12,870	37404425	37417295	100						
		,				10110111		_ 100						
4	BALLOTS IN FAVOUR	24	4	28	12,870	37404425	37417295	100						
		,				3, 10, 120		100						
5	BALLOTS AGAINST	0	0	-0	0	0	0	0						
					1 1 1									
	TOTAL VALID BALLOTS	24	4	28	12,870	37404425	37417295	100						

	Particulars		Resolut	ion-12	(Special R	esolution)		
Sr. No.	Ballots/E-Votes	No. of Ballo Votes (ets in poll /Electro including ballot)	onic		%		
		No. of Ballots in poli	No. of E-Votes	Total	Physical	No. of Vote	Total	Total
			*					. 0.0.
1	BALLOTS RECEIVED	25	4	29	12,870	37404425	37417295	
	(A)					3		
2	LESS: INVALID BALLOTS	1*	0	1*	0	0	0	
		,		7			200	
3	VALID BALLOTS	24	4	28	12,870	37404425	37417295	100
*					ė.			
4	BALLOTS IN FAVOUR	24	4	28	12,870	37404425	37417295	100
						0. 101720		100
5	BALLOTS AGAINST	. 0	0	0	0.	0	0	0
							_	
	TOTAL VALID BALLOTS	24	4	28	12,870	37404425	37417295	100





	Particulars Ballots/E-Votes	Resolution-13 (Special Resolution)							
Sr. No.		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%	
		No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	Total	
· · ·								lotar	
1	BALLOTS RECEIVED	25	4	29	12.870	37404425	37417295		
						01.101.120	01111290		
_ 2	LESS: INVALID BALLOTS	1*	0	1*	. 0	0	0		
				_					
3	VALID BALLOTS	24	4	28	12,870	37404425	37417295	100	
						3		100	
4	BALLOTS IN FAVOUR	24	4	28	12,870	37404425	37417295	100	
				-		 		100	
5	BALLOTS AGAINST	0	0	0	0	. 0	0	0	
			-					Y	
	TOTAL VALID BALLOTS	24	4	28	12,870	37404425	37417295	100	

	Particulars Ballots/E-Votes	Resolution-14 (Special Resolution)							
Sr. No.		No. of Ballots in poll /Electronic Votes (including ballot)				%			
		No. of Ballots in poll	No. of E-Votes	Total	Physical	No. of Vote	Total	Total	
<u> </u>								I Otal	
1	BALLOTS RECEIVED	25	4	29	12,870	37404425	37417295		
· · · <u>-</u>					1 11 11				
2	LESS: INVALID BALLOTS	1*	0	1*	0	0	0		
<u> </u>						1 1 1			
3	VALID BALLOTS	24	4	28	12,870	37404425	37417295	100	
<i>:</i>				. 7					
4	BALLOTS IN FAVOUR	24	4	28	12,870	37404425	37417295	100	
				,				100 ,	
5	BALLOTS AGAINST	0	0	0	0	0		<u> </u>	
							0	0	
	TOTAL VALID BALLOTS	24	4	28	12,870	37404425	37417295	100	





	Particulars Ballots/E-Votes	Resolution-15 (Ordinary Resolution)								
Sr.		No. of Ballots in poll /Electronic								
No.		Votes (including ballot)		%					
		No. of Ballots								
		in poll	No. of E-Votes	Total	Physical	Electronic	Total	Total		
1	BALLOTS RECEIVED	25	4	29	12,870	37404425	37417295			
2	LESS: INVALID BALLOTS	1*	0	1*	0	0	0			
3	VALID BALLOTS	24	4	28	12.870	37404425	37417295	100		
4	BALLOTS IN FAVOUR	24	4	28	12.870	37404425	37417295	100		
	2,1220101117110011				,	0.101120				
5	BALLOTS AGAINST	0	0	0	0	0	0	0		
	D, (223 13 / (3/ (1140 1									
	TOTAL VALID BALLOTS	24	4	28	12.870	37404425	37417295	100		
	TOTAL VALID BALLOTS	24	4	_ ∠8	12,870	37404425	31411293	100		

- (4) I have handed over related papers/ registers and records for safe custody to Mr. Rakesh Johari Company Secretary of the Company authorized by the board to supervise the process.
- (5) You may accordingly declare the result of voting.

Thanking, You,

Yours faithfully,

CS DEVESH A. PATHAK

Practising Company Secretary

Membership no. 4559

Place: Vadodara

Date: 08th August, 2014

^{*} One Ballot Paper was only with the signature but without any particulars and hence its identity including no. of shares in the folio could not be identified. Hence number of shares in respect of invalid ballot paper is not mentioned.

