Mahesh M. Darji Practicing Company Secretary

Practicing Company Secretary B.Com., DBM, LLB, ACS

Form No. MGT-13 Report of Scrutinizer

[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
of 34th Annual General Meeting of
Shareholders of MIRC Electronics Limited
Held on 21st August, 2015
At Hall of Culture, Nehru Centre,
Dr. Annie Besant Road, Worli,
Mumbai 400 018

Sir,

- I, Mahesh Darji, Practicing Company Secretary (Membership No. FCS- 7175) was appointed as a Scrutinizer for the purpose of the poll taken at Annual General Meeting (including remote e-voting and postal ballot voting) on the resolutions as per the Annexure attached at the 34th Annual General Meeting of the Equity Shareholders of MIRC Electronics Limited held on 21st August, 2015 at 3.00 p.m. at Hall of Culture, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai-400018. I hereby submit my report as under:
- 1. After the time fixed for closing of the poll by the Chairman, two (2) ballot boxes was kept for polling and the same was locked in my presence with due identification marks placed on the same.
- 2. The locked ballot boxes was subsequently opened in my presence (along with presence of two witnesses viz. Ms. Nidhi Kapashi and Mr. Jimit Shah both are not in employment of the Company) and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrars and Transfer Agents of the Company and the authorizations / Proxies lodged with the Company. The Signature of Members and No. of Shares held by respective members were scrutinized and confirmed by the Registrar and Transfer Agent.
- 3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- 4. The result of the poll (including voting through remote e-voting and postal ballot voting) is as per annexure attached herewith.
- 5. The list of equity shareholders who voted 'for' or 'against' and those whose votes were declared 'invalid' for each resolution is enclosed.
- The poll papers and all other relevant records were sealed and handed over to the Representative of the Company for keeping under safe custody.

C/o 211, Bldg. No.1, Sona Udyog Industrial Estate, Parsi Panchayat Roa of Old Nagardas Road, Andheri (East), Mumbai - 400 069, (M) +91 9810

For Mire Electronics Limited

Chairman & Managing Director

Mahesh M. Darji

Practicing Company Secretary B.Com., DBM, LLB, ACS

Note: Shareholders had been provided the facility of Remote E-voting and Postal ballot voting also. This report contains the result of consolidated voting (i.e. Remote E-voting, Postal Ballot Voting and through Poll at AGM) casted by the shareholders.

Recommendation:

All the resolutions having secured requisite majority of votes, may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you,

Yours truly,

Mahesh Darji

Practicing Company Secretary Membership No. FCS 7175

CP No. 7809

Place: Mumbai

Date: 22/8/15

For Mire Electronics Limited

Chairman & Managing Director

Annexure to the Scrutinizer's Report

Result of Voting (through remote e-voting, postal ballot voting and physical ballot / poll at AGM):

Pype of Resolution Ordinary E E E E E E E E E E E E E E E E E E E	Voting in English	voting in Favour (Assent)	No. of No. of Votes % of	's Casted	Voting	26 110728638 99.99	41 19033578 100	01 03 100	68 129762219 99.99	24 110728627 99.99	41 19033578 100	01 03 100	66 129762208 99.99	26 110728638 99.99	41 19033578 100	0 0	67 129762216 99.99	Countersigned by
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For Mirc Electronics Limited

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Coundersigned by
For Mirc Electronics Limited

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WPANY SECRETARY

Chairman & Managing Director