

Date: 23rd November 2016

To
The Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001


Dear Sir/Madam,

Reg: E-voting results and Scrutinizer's Report

Pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015, please find enclosed herewith e-voting results along with Scrutinizer's Report. This is for your information and record.

As we got the Shareholder's approval via postal ballot, will proceed with application to the Registrar of Companies for change of name. Also apply to BSE for final approval of change of name. Kindly let us know if there is any other compliance that needs done.

Thanks & Regards,
Schrader Duncan Limited


Company Secretary



Enc: as above

Schrader Duncan Limited

Fluid Power & Automation & Registered

F-33, Ranjangaon MIDC,
Karegaon, Tal. Shirur,
Dist. Pune - 412 209
India

CIN NO. L28991PN1961PLC139151

Board +91 2138 660-066
Fax +91 2138 660-067
Email pbu@schraderduncan.com
Web www.schraderduncan.com

SCHRADER DUNCAN LIMITED

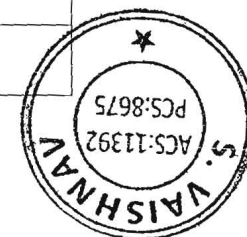
REGISTERED OFFICE : F33, RANJANGAON, MIDC KAREGAON , TALUKA SHIRUR, DIST. PUNE 412 209 ,MAHARASHTRA STATE.

VOTING RESULTS:

Date of the Event	NOVEMBER 23, 2016
Total Number of shareholders on record date	3461
No.of shareholders present in the meeting either in person or through proxy:	
Promoter/Promoter Group	2
Public	8
No.of shareholders attending the meeting through Video Conferencing:	Not applicable
Promoter/Promoter Group	Not applicable
Public	Not applicable

Resolution Required : (Ordinary/Special)			Special To change name of the Company from Schrader Duncan Limited to "Duncan Engineering Limited"					
Whether Promoter or Promoter Group is interested in the agenda or Resolution?			No					
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes Against (5)	% of Votes in Favor on Votes Polled (6)=[(4)/(2)]*100	% of Votes Against on Votes Polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	2755855	2753836	99.93%	2753836	-	100%	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-

M. Vishwanath



	Total	2755855	2753836	99.93%	2753836	-	100%	-
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	2075	-	-	-	-	-	-
Public-Non Institutions	E-Voting	938070	478	.05%	478	-	100%	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	10	.001%	10	-	100%	-
	Total	938070	488	.051%	488	-	100%	-
Total		3696000	2754324	74.52%	2754324	-	100%	-

Resolution Required : (Ordinary/Special)			Special To alter the Name clause of the Memorandum of Association of the Company					
Whether Promoter or Promoter Group are interested in the agenda or Resolution?			NO					
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes Against (5)	% of Votes in Favor on Votes Polled (6)=[(4)/(2)]*100	% of Votes Against on Votes Polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	2755855	2753836	99.93%	2753836	-	100%	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-

S. Vishwas

	Total	2755855	2753836	99.93%	2753836	-	100%	-
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	2075	-	-	-	-	-	-
Public-Non Institutions	E-Voting	938070	478	.05%	478	-	100%	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	10	.001%	10	-	100%	-
	Total	938070	488	.051%	488	-	100%	-
Total		3696000	2754324	74.52%	2754324	-	100%	-

Resolution Required : (Ordinary/Special)			Special To alter the Articles of Association of the Company					
Whether Promoter or Promoter Group are interested in the agenda or Resolution?			No					
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes Against (5)	% of Votes in Favor on Votes Polled (6)=[(4)/(2)]*100	% of Votes Against on Votes Polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	2755855	2753836	99.93%	2753836	-	100%	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-

Mishra



	Total	2755855	2753836	99.93%	2753836	-	100%	-
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	2075	-	-	-	-	-	-
Public-Non Institutions	E-Voting	938070	478	.05%	478	-	100%	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	10	.001%	10	-	100%	-
	Total	938070	488	.051%	488	-	100%	-
Total		3696000	2754324	74.52%	2754324	-	100%	-

Shishwa



Vaishnav Associates

Corporate Advisory Services,

B-308, Madhukunj Apartment, 8th Lane, Koregaon Park,

Pune- 411 001.

Tel. :020 - 65232373 E-mail :shaswati.vaishnav@gmail.com

Scrutinizers' Report on Postal ballot thru Remote E Voting and physical ballot conducted for passing of Special Resolutions in respect of change of name of the Company

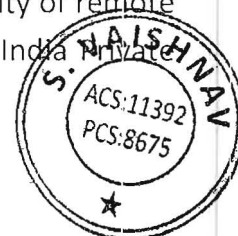
To
The Managing Director,
Schrader Duncan Limited,
F 33, Ranjangaon , MIDC, Karegaon,
Tal. Shirur Pune 412 209.

The Company had undertaken a postal ballot thru Evoting and Physical ballot pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014 in respect of change of name of the Company from "Schrader Duncan Limited" to "Duncan Engineering Limited, which concluded on Tuesday, November 22, 2016.

The Board of Directors of Schrader Duncan Limited vide a circular resolution dated 13th September, 2016, has appointed me as the scrutinizer for the remote e voting process and to scrutinize the physical ballot forms received from the members pursuant to Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with the SEBI(LODR) Regulations, 2015. I, say, am familiar and well versed with the concept of electronic voting system as prescribed under the said rules.

REPORT ON SCRUTINY:

1. Schrader Duncan Limited had appointed National Securities Depository Limited (NSDL) as the service provider, for the purpose of extending the facility of remote e voting to the Members of Schrader Duncan Limited, Link Intime India Private



Limited is the Registrar and Share Transfer Agent (RTA) of Schrader Duncan Limited.

2. The NSDL had provided a system for recording the votes of the Members electronically for the Special Business i.e. 1.Change of Name of the Company from "Schrader Duncan Limited" to "Duncan Engineering Limited"; 2. Alter the Name Clause of the Memorandum of Association of the Company; 3. Alter the Articles of Association of the Company; which concluded on November 22, 2016.

The NSDL had set up electronic voting facility on their website,
<http://www.evoting.nsdl.com>

3. The Schrader Duncan Limited (hereinafter referred to as Company) had uploaded the items of the business to be transacted at thru postal ballot on the website of the Company and also its service provider NSDL to facilitate their members to cast their votes thru e voting.
4. The cut off date for determining eligibility of the shareholders for receiving the notice of the Postal Ballot was September 30, 2016. As on the date there were 3461 Members of the Company. The service provider had sent the notices of Postal Ballot and E voting details by E mail to 1183 members whose mail id was made available by the two depositories and to 2278 members, in physical form.
5. The notices sent (both thru email and physical form) contained the detailed procedure to be followed by members who were desirous of casting their vote electronically as provided in the rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.
6. The cut off date for the purposes of identifying the members who will be entitled to vote on resolutions placed for approval of the Members was as prescribed in the aforesaid rules, the remote e voting facility was kept open for thirty days from Monday , October 24, 2016 at 9.00 A.M. to Tuesday, November 22, 2016 at 6.00 P.M.



7. The Company completed the dispatch of notices to Members by October 22, 2016.
8. At the end of e-voting period on November 22, 2016 at 6.00 P.M. the voting portal of the service provider was blocked forthwith .
9. The Scrutinizer received a ballot paper through pre paid post on November 14, 2016.
10. On November 23, 2016 after counting of the votes conducted at the office of the scrutinizer, the votes cast through remote e voting facility was duly unblocked by me as a scrutinizer in the presence of Ms. Tanushree Sarkar and Ms. Krishnakali Vaishnav, who acted as witnesses as prescribed in sub rule 4 (xii) of the said rule 20. They have signed below in confirmation of the votes being unblocked in their presence.

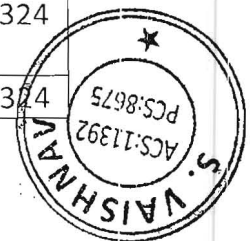
Tanushree Sarkar

KVaishnav

11. The ballot paper received by post has been kept separately.
12. After the voting was concluded, ballot paper was diligently scrutinized in presence of witnesses, as mentioned above. The ballot paper was reconciled with the records maintained by the registrar and transfer agents of the Company.
13. Thereafter, I as scrutinizer duly compiled the details of remote e voting carried out by the Members together with the voting done by way of ballot paper, the details of which are as follows:

The results of remote e voting and also the voting conducted by way of ballot paper are as under :

Details	Remote E Voting	Voting thru ballot paper	Total Voting
Number of Members who cast their votes	9	1	10
Total No.of shares held by them	2754314	10	2754324
Valid Votes	2754314	10	2754324



NOTE:

1. Percentage of votes cast in favour or against the resolutions are calculated based on the valid votes cast through remote e voting and voting thru postal ballot.

SPECIAL BUSINESS:

ITEM No. 1 ,2, and 3:

- i) Item No. 1 of the Notice (As a Special Resolution)

To change name of the Company from Schrader Duncan Limited to “Duncan Engineering Limited”:

Manner of voting	Votes in Favour of Resolution		Votes against the Resolution		Abstained/Invalid Votes
	Vote Counts	%	Vote Counts	%	
Remote E voting	2754314	99.99	-	-	nil
Physical voting	10	0.01	-	-	nil
Total	2754324	100	-	-	

RESULT As the number of votes cast in favour of the resolution was more and the number of votes cast against was nil , we report that the Special Resolution with regard to Item no.1 as set out in the Postal Ballot Notice dated October 21, 2016 is passed with requisite majority.

- ii) Item No. 2 of the Notice (As a Special Resolution)

To alter the Name clause of the Memorandum of Association of the Company:

Manner of voting	Votes in Favour of Resolution		Votes against the Resolution		Abstained/Invalid Votes
	Vote Counts	%	Vote Counts	%	
Remote E voting	2754314	99.99	-	-	nil
Physical voting	10	0.01	-	-	nil
Total	2754324	100	-	-	



RESULT As the number of votes cast in favour of the resolution was more and the number of votes cast against was nil , we report that the Special Resolution with regard to Item no.2 as set out in the Postal Ballot Notice dated October 21, 2016 is passed with requisite majority.

- iii) Item No. 3 of the the Notice (As a Special Resolution)
To alter the Articles of Association of the Company:

Manner of voting	Votes in Favour of Resolution		Votes against the Resolution		Abstained/Invalid Votes
	Vote Counts	%	Vote Counts	%	
Remote E voting	2754314	99.99	-	-	nil
Physical voting	10	0.01	-	-	nil
Total	2754324	100			

RESULT As the number of votes cast in favour of the resolution was more and the number of votes cast against was nil , we report that the Special Resolution with regard to Item no.3 as set out in the Postal Ballot Notice dated October 21, 2016 is passed with requisite majority.

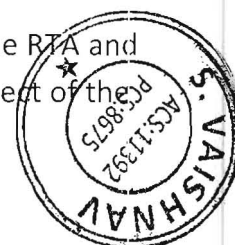
Note :

The Special resolutions mentioned in the Postal Ballot Notice as per the detail above stand passed under remote e voting and physical ballot with requisite majority and deemed to be passed as on this date.

No invalid or incomplete ballot papers were received.

A print out containing a list of equity shareholders who voted "FOR" Or "AGAINST" and those who " ABSTAINED" together with those whose votes were declared invalid for this special resolution is being delivered to the Company Secretary separately.

I hereby confirm that I am maintaining the registers received from the RTA and the electronic voting data received from the service provider, in respect of the



votes cast thru remote e voting and the physical ballot. Conducted for this purpose and all other relevant records relating to e voting and physical voting and is under my safe custody and will be handed over to the Company Secretary for safe keeping.

Thanking you,

Shaswati Vaishnav

Yours faithfully

Shaswati Vaishnav

ACS:11392, CP : 8675

Scrutinizer



Place: Pune

Date : November 23, 2016.

Rajib Gope

Compliance Officer & Company Secretary

Schrader Duncan Limited