



Date: September 7, 2017

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
32nd Annual General Meeting of the shareholders of
I Power Solutions India Limited,
New No.17, Old No.7/4,
Vaigai Street, Besant Nagar, Chennai-600 090.

Dear Sir,

Sub: Scrutinizer's report for the E-voting & Poll on the 32nd 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 32nd Annual General Meeting of the equity shareholders of the company held on the **07th day of September 2017** at 3.00 PM at the registered office of the company at New No.17, Old No.7/4, Vaigai Street, Besant Nagar, Chennai-600 090.

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 M/s Cameo Corporate Services Limited, (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 04th September 2017 at 9.00 AM to 6th September 2017 at 5.00 PM. We further confirm that e-voting option/facility was closed after 5.00 PM on 6th September 2017.

For V. NAGARAJAN & CO
Company Secretaries in Practice

V. NAGARAJAN
PROPRIETOR

- ii) The members of the company as on the "Cut-off date" on or before, 31st August 2017 were entitled to vote on resolutions (Item No. 01 to 04) as set out in the Notice of the 32nd AGM of the Company.
- 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 5626 CP 3288

Item No.1

a) Ordinary Resolution

To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March , 2017 including audited Balance Sheet as at 31st March, 2017 and the Statement of Profit and Loss and the Cash Flow Statement for the year ended on that date together with 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
06	3157657	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
V. NAGARAJAN
PROPRIETOR
FCS 5626 CP 3282

Item No.2

Ordinary Resolution

To appoint a Director in the place of Mr.K.Bhaskaran 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
06	3157657	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 5288

Item No.3

Ordinary Resolution

To appoint a Director in the place of Mrs.N. Ra. Alamelu, who retires by rotation and being eligible offers herself 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
06	3157657	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
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Item No.4

Ordinary Resolution – Appointment of statutory auditors of the company

To appoint new statutory auditor for a period of five years M/s. Macharla and Associates, Chartered Accountants and to fix their remuneration.

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

Number of members voted	Number of Votes cast by them	% of total number of Valid votes cast
06	3157657	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 3289

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.

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**