

McNally Bharat Engineering Company Limited

CIN: L45202WB1961PLC025181
Ecospace Campus 2B 11F/12 (Old Plot No. AA II/Blk 3)
New Town Rajarhat North 24 Parganas Kolkata 700160
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BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400001

National Stock Exchange Limited Exchange Plaza Plot no. C/1, G Block Bandra-Kurla Complex Bandra (E) Mumbai – 400 051

Dear Madam / Sir,

Pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform that our Company held the Extra Ordinary General Meeting of its Members on Thursday, March 15, 2018, at 11:00 AM at Auditorium, Club Eco Vista, Ecospace Business Park, Plot No: 2-F/I I, New Town, Rajarhat, 24 Parganas (North), Kolkata: 700156.

The Members voted on the following resolutions through both remote e-voting and poll conducted at the venue of the meeting:

- 1. Increase in the authorized share capital of the Company by creation of additional equity shares and additional convertible preference shares in the authorized share capital of the Company.
- 2. Amendment of memorandum of association consequent upon increase in the authorized share capital of the Company.
- 3. Allotment of compulsorily convertible preference shares ("CCPS") to certain investors on a preferential basis.
- 4. Allotment of compulsorily convertible preference shares ("CCPS") to Williamson Magor & Co. Limited, Williamson Financial Services Limited and Babcock Borsig Limited on a preferential basis.
- 5. Allotment of Equity Shares ("Equity Shares") to certain investors on a preferential basis.
- 6. Allotment of warrants to certain investors on a preferential basis.
- 7. Appointment of M/s. V Singhi & Associates, Chartered Accountants as Joint Statutory Auditors and to fix their remuneration.

We are attaching herewith a report dated March 16, 2018, furnished by Mr A K Labh, Practicing Company Secretary, who was appointed as the Scrutinizer to scrutinize the voting process of the Meeting, along with voting details in respect of the aforesaid resolutions in the prescribed format as required under regulation 44(3) of the (Listing Obligations and Disclosure Requirements) Regulations, 2015 for your information and record.

Thanking you,

Yours faithfully McNally Bharat Engineering Company Limited

Indranil Mitra Company Secretary

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond) DIM, DHRD, PGHDSM, DIRPM Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013 © (033) 2221-9381, Fax: (033) 2221-9381

Mobile: 98300-55689

e-mail: aklabh@aklabh.com / aklabhcs@gmail.com

Website: www.aklabh.com

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

The Chairman McNally Bharat Engineering Company Limited 4 Mangoe Lane Kolkata - 700 001

Dear Sir,

I, Atul Kumar Labh, Practicing Company Secretary (FCS - 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with Extraordinary General Meeting (EGM) of the members of "McNally Bharat Engineering Company Limited" ("Company") held on Thursday, 15th March, 2018 at Auditorium, Club Eco Vista, Ecospace Business Park, Plot No. 2-F/11, New Town, Rajarhat, 24 Parganas (North), Kolkata: 700156 at 11.00 A.M. for the purpose of scrutinizing the remote evoting and voting through physical ballot process in a fair and transparent manner and ascertaining the requisite majority for the said votings as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through physical ballot process on the resolutions contained in the Notice of the Extraordinary General Meeting (EGM) dated the 13th February, 2018. My responsibility as a scrutinizer for the remote voting process through electronic means and voting through physical ballots is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of Central Depository Services (India) Limited (CDSL) and of voting through physical ballots as provided by M/s Maheshwari Datamatics Private Limited, the agencies engaged by the Company to provide remote e-voting / physical ballot facilities.

I submit my report as under:

1. The remote e-voting period remained open from 10.00 A.M. IST on Monday, the 12th March, 2018 up to 5.00 P.M. IST on Wednesday, the 14th March, 2018.

Certified Filing Centre for e-filing under MCA-21, Recorded by Mistry of Corporate Affairs, Certified Filing Centre for e-filing under MCA-21 (Recorded by Mistry of Corporate Affairs, Certified Filing Centre for e-filing under MCA-21.

(Self) histry of Corporate Affairs, Govt. of India

FCS; ACMA (ICAI), MBA, M.Com., ACSI (Lond) DIM, DHRD, PGHDSM, DIRPM Practicing Company Secretary



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- 2. The Shareholders holding shares as on the "cut off" date, i.e. 8th March, 2018 were entitled to vote on the proposed 7 (Seven) resolutions as mentioned in the notice dated 13th February, 2018 of the Extraordinary General Meeting (EGM) of the Company.
- 3. The Company has also distributed the physical ballot forms at the venue of the Extraordinary General Meeting (EGM) to enable the shareholders to cast the votes physically in case the same has not been casted by them through remote e-voting.
- 4. The votes were unblocked on Thursday, the 15th March, 2018 around 1.15 PM after the completion of the Extraordinary General Meeting (EGM) in the presence of two witnesses, namely, Mr. Vijay Gupta residing at 38/5D, Khudiram Bose Sarani Kolkata -700037, West Bengal and Ms. Amrita Sampat, residing at 59, Kalicharan Ghosh Road, Kolkata – 700 050, West Bengal who are not in employment of the Company.
- 5. The ballots which were incomplete and/or which were otherwise found defective have been treated as invalid.
- 6. The combined result of the remote e-voting [EVSN: 180216010] and votes casted through physical ballot papers distributed at the EGM venue are as under:

<A> SPECIAL BUSINESS:

Resolution 1: Ordinary Resolution a)

Increase in the authorized share capital of the Company by creation of additional equity shares and additional convertible preference shares in the authorized share capital of the Company

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	19	38645929	
Voting by ballot	20	3803301	
Total	39	42449230	99.99995



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Website: www.aklabh.com

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	
Voting by ballot	6	21	
Total	6	21	0.00005

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them	
3	9	

b) Resolution 2: Ordinary Resolution

Amendment of memorandum of association consequent upon increase in the authorized share capital of the Company

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	19	38645929	
Voting by ballot	20	3803301	
Total	39	42449230	99.99995





A. K. LARH

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(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	
Voting by ballot	6	21	
Total	6	21	0.00005

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3	9

c) Resolution 3: Special Resolution

Allotment of compulsorily convertible preference shares ("CCPS") to certain investors on a preferential basis

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	19	38645929	
Voting by ballot	20	3803301	
Total	39	42449230	99.99995





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(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	
Voting by ballot	6	21	· ·
Total	6	21	0.00005

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them	
3	9	

d) Resolution 4: Special Resolution

Allotment of compulsorily convertible preference shares ("CCPS") to Williamson Magor & Co Limited, Williamson Financial Services Limited and Babcock Borsig Limited on a preferential basis

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes
Remote e-voting	19	38645929	cast
Voting by ballot	20	3803301	
Total	39	42449230	99.99995





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(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	
· Voting by ballot	6	21	
Total	6	21	0.00005

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3	9

e) Resolution 5 : Special Resolution

Allotment of Equity Shares ("Equity Shares") to certain investors on a preferential basis

Number of Members voted	Number of votes cast by them	number of valid votes	
		cast	
19	38645929		
20	3803301		
39	42449230	99.99995	
	Members voted 19 20	Members voted cast by them 19 38645929 20 3803301	





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(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast	
Remote e-voting	0	0		
Voting by ballot	6	21		
Total	6	21	0.00005	

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3	9

f) Resolution 6: Special Resolution

Allotment of warrants to certain investors on a preferential basis:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	19	38645929	
Voting by ballot	20	3803301	
Total	39	42449230	99.99995





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(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast	
Remote e-voting	. 0	0		
Voting by ballot	6	21		
Total	6	21	0.00005	

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3	9

g) Resolution 7: Ordinary Resolution

Appointment of M/s. V Singhi & Associates, Chartered Accountants as Joint Statutory Auditors and to fix their remuneration:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	19	38645929	Cust
Voting by ballot	20	3803301	
Total	39	42449230	99.99995





FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond) DIM, DHRD, PGHDSM, DIRPM **Practicing Company Secretary**



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Website: www.aklabh.com

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast	
Remote e-voting	0	0		
Voting by ballot	6	21		
Total	6	21	0.00005	

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them		
3	9		

7. All the resolutions proposed hereinabove have been passed with requisite majority.

Kolkat

8. The physical ballot forms, remote e-voting register and other related papers / registers and records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly

For A. K. LABH & Co.

Company Secretaries

(CS A. K. LABH)

Practicing Company Secretary

FCS - 4848 / CP No. - 3238

Place: Kolkata

Dated: 16.03.2018



FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond) DIM, DHRD, PGHDSM, DIRPM Practicing Company Secretary



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e-mail: aklabh@aklabh.com / aklabhcs@gmail.com

Website: www.aklabh.com

Witness:

(Vijay Gupta)

38/5D, Khudiram Bose Sarani Kolkata - 700037, West Bengal

2. Amila Sampat

(Amrita Sampat) 59, Kalicharan Ghosh Road Kolkata - 700 050, West Bengal



Received the Report of the Scrutinizer For McNally Bharat Engineering Company Limited

(Indranil Mitra) **Company Secretary**



McNally Bharat ENGINEERING COMPANY LIMITED

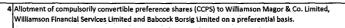
MCNALLY BHARAT ENGINEERING CO LTD - EGM Attended and Voting Summary

Format for Voting Resul	lt
Date of the EGM	March 15,2018
Total Number of Shareholders on record date	15425
No. of shareholders present in the meeting either in person or through proxy:	
Promoter & Promoter group	10
Public	66
Total	
No. of shareholders attended the meeting through Video	N.A.
Conferencing	
Promoter & Promoter group	· [
Public	
Total '	

				authorized share cap ference shares in the			of additional equity sl Company.	nares and additional
Whether pron agenda/resolu	noter/promoter group are intention ?	rested in the						0
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares [3)=[(2)/(1)]*100			favour on votes	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter &	E-Voting	38645142	38645142	100.00000	38645142	0	100.00000	
Promoter	Poll]		0.00000	0	0		
Group	Postal Ballot (if applicable)]	N.A.	0.00000	N.A.	N.A.	N.A	N.A.
	Total		38645142	100.00000	38645142	0	100.00000	
Public -	E-Voting	145282	0		0	<u> </u>	·f	L
Institutional	Poll				0	0		
holders	Postal Ballot (if applicable)	_}	N.A.	N.A.	N.A.	N.A.	N.A.	N.A
	Total	ļ	j	·	0	_0		
Public - Non	E-Vote	18603394	787	0.00420	787	0		
Institution	Poli	_(3803322			21		
	Postal Ballot (if applicable)	_	N.A.	0.00000		N.A.	N.A	N.A.
	Total	<u> </u>	3804109	20,44850	3804088			
Total		57393818	42449251	73.96136	42449230	· 21	99.99995	0.00005

	. <u> </u>		Amendment of Company.	memorandum of assi	ociation consequ	ent upon increa	se in the authorized :	share capital of the
Whether prom agenda/resolu	noter/promoter group are inter ation ?	rested in the	-			,		0
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 against (5)	favour on votes	% of votes against on votes polled (7)=[{5)/(2)]*100
Promoter &	E-Voting	38645142	38645142	100.00000	38645142	0	100.00000	
Promoter	Poll			0.00000	0	0		
Group	Postal Ballot (if applicable)]	N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total	<u> 1</u>	38645142	100.00000	38645142	0	100.00000	
Public -	E-Voting	145282			. 0	0		
Institutional	Poll	1			0	0	l	
holders	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A
	Total	I	(0	0		
Public - Non	E-Vote	18603394	78	0.00420	787		100.00000	
Institution	Poll]	3803322	20.44420	3803301	21	99.99940	0.00060
Ì	Postal Ballot (if applicable)]	N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total	1	380410	20.44850	3804088	21	99.99940	0.00060
Total	-	57393818	4244925	73.96136	42449230	21	99.99995	0.00005

Whether pron agenda/resolu	noter/promoter group are intention?	rested in the									
Category	Mode of Voting		No. of polled	(2)			of votes in ur (4)	No of vote against (5)	favour on votes	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter &	E-Voting	38645142	- 3	8645142	100.00000	\vdash	38645142		0	100.00000	
Promoter	Poll	1		0	0.00000		0		0		
Group	Postal Ballot (if applicable)	7	N.A.		0.00000	N.A.		N.A.		N.A.	N.A.
	Total	1	[:	8645142	100.00000		38645142		0	100.00000	
Public - Institutional holders	E-Voting	145282	Ι	0]	. 0		_ 0		
	Poli]		0			0		0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A		N.A.		N.A.	N.A.
	Total		l	0		L	0		0		<u> </u>
Public - Non Institution	E-Vote	18603394		787	0.00420	·L_	787		0	100.00000	
	Poll	_	<u></u>	3803322	20,44420		3803301		21	99.99940	0.000
	Postal Ballot (if applicable)	_]	N.A.		0.00000	N.A		N.A.		N.A.	N.A.
	Total			3804109	20.44850		3804088	<u> </u>	21	99.99940	0.000
Total		57393818		42449251	73.96136		42449230		21	99.99995	0.000





McNally Bharat

hether promo enda/resolut	oter/promoter group are intere	sted in the						
tegory		No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)		% of votes in favour on votes polled (6)=[(4)/(2)]*200	% of votes against on votes polled (7)=[(5)/(2)]*100
omoter &	E-Voting	38645142	38645142	100.00000	38645142	0	100.00000	
	Poli		0	0.00000	0	0		
roup	Postal Ballot (if applicable)		N.A.	0,0000,0		N.A.	N.A.	N.A.
ıblic -	Total E-Voting	145282	38645142	100.00000	38645142	0	100.00000	}
	Poll	143201	- 0		ő			
oiders	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4040004	0		0			
ıblic - Non stitution	E-Vote Poll	18603394	787 3803322	0.00420 20.44420		21	100.00000 99.9994	
	Postal Ballot (if applicable)		N.A.	0.00000		N.A.	N.A.	N.A.
	Total		3804109	20.44850		1		
otal		57393818 5		73.96136 quity Shares (Equity S				5 0.0000
/hether prom	noter/promoter group are inter	ested in the		<u>. </u>			· · · · · · · · · · · · · · · · · · ·	
ategory	Mode of Voting	No. of shares	No. of votes	% of votes polled on outstanding	No.of votes in favour (4)	No of votes	% of votes in favour on votes	% of votes agains on votes polled
		 		shares (3)=[(2)/(1)]*100			polled (6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
romoter &	E-Voting	38645142					100.0000	00
romoter	Poli	ļ				+		-l
roup	Postal Ballot (if applicable) Total	1	N.A. 3864514	0.00000		N.A.	N.A. 100.0000	N.A.
ublic -	E-Voting	145282			3004314	-	0 100.0000	
nstitutional	Poll])		-	Ö	
olders	Postal Ballot (if applicable) Total		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public - Non	E-Vote	1860339				-	0 100.000	00
	D-II	1	380332					
nstitution	Poil	_	300332	20.7772				
nstitution	Postal Ballot (If applicable)	1	N.A.	0.0000	0 N.A.	N.A.	N.A.	N.A.
		5739381	N.A. 380410 8 4244925	0.0000 9 20.4485	0 N.A. 0 380408 6 4244923	8 2 0 2		40 0.00
Fotal Whether pronagenda/resolu	Postal Ballot (if applicable) Total moter/promoter group are integrated as a second control of the control of	erested in the	N.A. 380410 8 4244925 6 Allotment of v	0.0000 9 20.4485 1 73.9613 varrants to certain in	0 N.A. 0 380408 6 4244923 vestors on a pre	8 2 0 2 ferential basis.	1 99.999 1 99.999	40 0.000 95 0.000
Fotal Whether pronagenda/resolu	Postal Ballot (if applicable) Total moter/promoter group are inte		N.A. 380410 8 4244925 6 Allotment of v	0.0000 9 20.4485 1 73.9613	0 N.A. 0 380408 6 4244923	8 2 0 2 ferential basis.	1 99.999	40 0.000 95 0.000 % of votes again on votes polled (7)=[(5)/(2)]*10
Whether pron agenda/resolu Category	Postal Ballot (if applicable) Total moter/promoter group are inte	erested in the	N.A. 380410 8 4244925 6 Allotment of vision of votes polled (2)	0.0000 9 20.4485 1 73.9613 varrants to certain in % of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes if	8 2 0 2 ferential basis. n No of votes against (5)	1 99.999 1 99.999 % of votes in favour on votes polled	% of votes agair on votes polled (7)=[(5)/(2)]*100
Whether pron agenda/resolu Category Promoter &	Postal Ballot (if applicable) Total moter/promoter group are integrated as a second control of the control of	No. of shares	N.A. 380410 8 4244925 6 Allotment of v No. of votes polled (2)	0.0000 9 20.4485 1 73.9613 varrants to certain in % of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes if favour (4)	8 2 0 2 ferential basis. n No of votes against (5)	1 99.999 1 99.999 % of votes in favour on votes polled [6)=[(4)/(2)]*100	% of votes agair on votes polled (7)=[(5)/(2)]*100
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