

the line pipe people

MAN HOUSE, 101, S.V. Road, Vile Parle (W), Mumbai - 400 056, India Tel: 91-22-6647 7500 Fax: 91-22-6647 7600 E-mail: enquiry@maninds.org www.mangroup.com CIN NO. - L999999MH1988PLC047408

September 29, 2018

To, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001.

National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai-400 051.

Script code: 513269

Script code: MANINDS

Sub: <u>Voting results of 30th Annual General Meeting of the Company held on</u> Friday, September 28, 2018.

Dear Sir/Madam,

With reference to the above captioned subject, we wish to inform you that the 30th Annual General Meeting ("meeting") of the Members of Man Industries (India) Limited (the 'Company') was held on Friday, September 28, 2018 at 4.30 pm at Juhu Vile Parle Gymkhana Club, Plot No U/13, J.V.P.D. Scheme, 13th Road, Juhu, Opposite Juhu Bus Depot, Juhu Mumbai, Maharashtra - 400049 and based on the Consolidated Scrutinizer's Report for voting at AGM venue and remote E-voting, following resolutions have been passed with requisite majority:

- To receive, consider and adopt the audited Balance Sheet as at 31st March, 2018 and the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution);
- 2. To declare dividend of Rs. 1.50 (i.e. 30%) per equity share of face value of Rs. 5.00 each for the year ended March 31, 2018 (Ordinary Resolution);
- To appoint a Director in place of Mrs. Heena Vinay Kalantri (DIN 00149407), who retires by rotation and being eligible, offers herself for re-appointment. (Ordinary Resolution);
- 4. Ratification of the remuneration payable to the Cost Auditor for the financial year ending March 31, 2019. (Ordinary Resolution);
- 5. Appointment of Mrs. Renu Purshottam Jalan as an Independent Director of the Company. (Ordinary Resolution);





- 6. Re-Appointment of Mr. Kirit Navnitlal Damania as an Independent Director of the Company. (Special Resolution);
- 7. Re-appointment of Mr. R.C. Mansukhani as Chairman & Whole-Time Director of the Company. (Special Resolution);
- 8. Re-appointment of Mr. Nikhil Mansukhani as Executive Director of the Company. (Special Resolution);

Pursuant to the provisions of Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the details of voting results in the prescribed format along with the Consolidated Scrutinizer's Report.

Kindly acknowledge the receipt and take the same on your records.

Thanking you,

Yours faithfully,

For Man Industries (India) Limited

Shashank Belkhede Group Head – Legal & Secretarial

Encl: a/a



Man Industries (India) Limited

| VOTING RESULTS | |
|---|--------------|
| Date of AGM | 28.09.2018 |
| Total Number of Shareholders as on Record Date / Cut-off Date | 27520 |
| Number of shareholders present on the meeting either in person or through proxy | |
| (i) Promoter & Promoters' Group | 6 |
| (ii) Public | 36 |
| Number of shareholders attended the meeting through Video Conferencing | |
| Promoter & Promoters' Group | Not Arranged |
| Public | Not Arranged |



| | | | Man Ind | ustries (India) | Limited | | | | |
|--|------------------|-------------|--------------|--|--------------|--------------|-------------------|----------------------------------|-----------------------|
| Resolution Required : (Ord | inary) | | | consider and adopt t a that date and the re | | | , | nd the Statement of Pr ereon. | ofit and Loss for the |
| Whether promoter/ promother agenda/resolution? | oter group are i | | No | | | | | | |
| Category | Mode of | | | | | | | | |
| | Voting | | | % of Votes Polled | | | % of Votes in | | |
| | | No. of | No. of votes | on outstanding | No. of Votes | No. of Votes | favour on votes | % of Votes against | No. of votes |
| | | shares held | polled | shares | – in favour | –Against | polled | on votes polled | Invalid |
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 | [8] |
| | E-Voting | | 22389573 | 90.2508 | 22389573 | 0 | 100.0000 | 0.0000 | 0 |
| romoter and Promoter | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| Group | | 24808184 | | | | | | | |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 22389573 | 90.2508 | 22389573 | 0 | 100.0000 | 0.0000 | 0 |
| | E-Voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| Public Institutions | | 2928250 | | | | | | | |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | E-Voting | | 2365342 | 8.0545 | 2365341 | 1 | 100.0000 | 0.0000 | 0 |
| | Poll | | 965 | 0.0033 | 963 | 0 | 100.0000 | 0.0000 | 2 |
| Public Non Institutions | | 29366621 | | | | | | | |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 2366307 | 8.0578 | 2366304 | 1 | 100.0000 | 0.0000 | 2 |
| Total | | 57103055 | 24755880 | 43.3530 | 24755877 | 1 | 100.0000 | 0.0000 | 2 |



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| | | | ustries (India) | Limitea | | | | |
|-------------------|---|--|--|---|--|---|---|---|
| iry) | | 2 - To declare | dividend of `1.50 (i.e. | . 30%) per equi | ty share of face | e value of `5.00 each | for the year ended Ma | arch 31, 2018. |
| r group are ir | | No | | | | | | |
| Mode of Voting | | | % of Votes Polled | | | % of Votes in | | |
| | No. of shares held | No. of votes polled | on outstanding shares | No. of Votes – in favour | No. of Votes –Against | favour on votes polled | % of Votes against on votes polled | No. of votes Invalid |
| | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 | [8] |
| -Voting | | 22389573 | 90.2508 | 22389573 | 0 | 100.0000 | 0.0000 | 0 |
| oll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| ostal Ballot | 24808184 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| otal | | 22389573 | 90.2508 | 22389573 | 0 | 100.0000 | 0.0000 | 0 |
| -Voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| oll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| ostal Ballot | 2928250 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| otal | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| -Voting | | 2365342 | 8.0545 | 2365341 | 1 | 100.0000 | 0.0000 | 0 |
| oll | | 965 | 0.0033 | 963 | 0 | 100.0000 | 0.0000 | 2 |
| ostal Ballot | 29366621 | 0 | | | 0 | 0.0000 | 0.0000 | 0 |
| | 57102055 | | | | ۲ ۲ | | | 2 |
| | Mode of Voting -Voting oll -Voting oll -Voting oll -Voting oll -Voting oll -Voting oll -Voting oll -Voting oll | r group are interested in Mode of Voting No. of shares held [1] Voting oll 24808184 ostal Ballot voting oll 2928250 ostal Ballot voting oll 2928250 ostal Ballot voting oll 29366621 ostal Ballot | r group are interested in No Mode of Voting No. of No. of votes shares held polled [1] [2] Voting [1] [2] Voting 22389573 oll 24808184 ostal Ballot 0 otal 24808184 Ostal Ballot 0 otal 0 Voting 0 otal 0 Voting 0 ostal Ballot 0 otal 0 Voting 0 Voting 0 Voting 0 Otal 0 Voting 0 Voting 0 Otal 0 Vota 0 Voting 0 Voting 0 Voting 0 Voting 0 | r group are interested in No No. of Voting No. of No. of votes shares held polled shares [1] [2] [3]={[2]/[1]*100 voting oll 22389573 90.2508 0 0 0 0 0 0 0 0 0 0 0 0 0 | Image: start of group are interested in r group are interested in r group are interested in No No Mode of Voting No. of No. of votes on outstanding polled No. of Votes Polled on outstanding shares No. of Votes - in favour [1] [2] [3]={[2]/[1]}*100 [4] -Voting 22389573 90.2508 22389573 oll 24808184 0 0.0000 0 ostal Ballot 24808184 0 0.0000 0 otal 0 0.0000 0 0 otal 2928250 0 0 0 0 otal 29366621 0 0.0000 0 0 otal 29366621 0 0.0000 | $ \begin{array}{c c c c c c c c c c c c c c c c c c c $ | r group are interested in r group are interested in No No Mode of Voting shares held No. of votes polled % of Votes Polled on outstanding shares No. of Votes - in favour % of Votes in favour on votes polled [1] [2] [3]={[2]/[1]*100 [4] [5] [6]={[4]/[2]*100 -Voting 22389573 90.2508 22389573 0 100.0000 ootal 24808184 0 0.0000 0 0.0000 0 0.0000 otal 24808184 0 0.00000 0 0 0.0000 | r group are interested in Voting No Mode of Voting No. of shares held No. of Votes polled No. of Votes shares No. of Votes in favour % of Votes in favour on votes in favour on votes polled % of Votes against on votes polled II [2] [3]={[2]/[1]*100 [4] [5] [6]={[4]/[2]*100 [7]={[5]/[2]*100 Voting 24808184 0 0.0000 0 0 0.0000 ostal Ballot 22389573 90.2508 22389573 0 100.0000 0.0000 otal 0 0.0000 0 0 0.0000 0.0000 otal 0 0.0000 0 0 0.0000 0.0000 otal 2928250 0 0.0000 0 0.0000 0.0000 otal 0 0.0000 0 0 0.0000 0.0000 otal 29366621 0 0.0003 963 0 0.0000 0.0000 otal 0 0.0000 0 0.00000 0.0000 0.0000 |

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| | <u> </u> | | Man Ind | ustries (India) | Limited | | | | | |
|---|-------------------|-----------------------|------------------------|--|-------------|--------------------------|---------------------------|---------------------------------------|--------------|--|
| Resolution Required : (Ordi | nary) | | | 3 - To appoint a Director in place of Mrs. Heena Vinay Kalantri (DIN 00149407), who retires by rotation and being herself for re-appointment. | | | | | | |
| Whether promoter/ promo the agenda/resolution? | ter group are i | nterested in | Yes | | | | | | | |
| Category | Mode of Voting | | | % of Votes Polled | | | % of Votes in | 0/ - £) (| No. of votes | |
| | | No. of shares held | No. of votes polled | on outstanding shares | – in favour | No. of Votes –Against | favour on votes polled | % of Votes against on votes polled | Invalid | |
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 | [8] | |
| | E-V o ting | | 22389573 | 90.2508 | 22389573 | 0 | 100.0000 | 0.0000 | 0 | |
| romoter and Promoter | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | |
| Group | Postal Ballot | 24808184 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | |
| | Total | | 22389573 | 90.2508 | 22389573 | 0 | 100.0000 | 0.0000 | 0 | |
| | E-Voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | |
| Public Institutions | | 2928250 | | | | | | | | |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | |
| | Total | | 0 | 0.0000 | | 0 | 0.000 | | 0 | |
| | E-Voting | | 2365342 | 8.0545 | | 11 | 99.9995 | 0.0005 | 0 | |
| | Poll | | 965 | 0.0033 | 963 | 0 | 100.0000 | 0.0000 | 2 | |
| Public Non Institutions | Postal Ballot | 29366621 | 0 | 0.0000 | | 0 | | 0.0000 | 0 | |
| | Total | | 2366307 | 8.0578 | 2366294 | 11 | 99.9995 | 0.0005 | 2 | |
| Total | | 57103055 | 24755880 | 43.3530 | 24755867 | 11 | 100.0000 | 0.0000 | 2 | |

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|---|------------------------|-----------------------|--|---------------------------|-----------------------------|--------------------------|---------------------------|---------------------------------------|-------------------------|--|
| Resolution Required : (Spec | ial) | | 4 - To ratify the remuneration payable to the Cost Auditor for the financial year ending March 31, 2019. | | | | | | | |
| Whether promoter/ promo the agenda/resolution? | | nterested in | No | <u> </u> | | | | | | |
| Category | Mode of Voting | | | % of Votes Polled | | | % of Votes in | | | |
| | | No. of shares held | No. of votes polled | on outstanding shares | No. of Votes — in favour | No. of Votes –Against | favour on votes polled | % of Votes against on votes polled | No. of votes Invalid | |
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 | [8] | |
| | E-Voting | | 22389573 | 90.2508 | 22389573 | · 0 | 100.0000 | 0.0000 | 0 | |
| omoter and Promoter | Poll | | 0 | 0.0000 | 0 | 0 | .00000 | 0.0000 | 0 | |
| Group | Postal Ballot | 24808184 | 0 | 0.0000 | . 0 | 0 | 0.0000 | 0.0000 | . 0 | |
| | Total | | 22389573 | 90.2508 | 22389573 | 0 | 100.0000 | 0.0000 | 0 | |
| | E-Voting | | 0 | 0.0000 | 0 | . 0 | 0.0000 | 0.0000 | 0 | |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | . 0 | |
| Public Institutions | Postal Ballot | 2928250 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | |
| | E-Voting | | 2365342 | 8.0545 | 2365341 | 1 | 100.0000 | 0.0000 | 0 | |
| | Poll | | 965 | 0.0033 | 963 | 0 | 100.0000 | 0.0000 | 2 | |
| Public Non Institutions | Postal Ballot Total | 29366621 | 0 2366307 | 0.0000 8. 057 8 | | 0 | 0.0000 | | 0 | |
| Total | | 57103055 | 24755880 | 43.3530 | | 1 | 100.0000 | | 2 | |



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| | | | Man Ind | ustries (India) | Limited | | | | |
|---|------------------------|-----------------------|---------------------|--------------------------|-----------------------------|--------------------------|---------------------------|---------------------------------------|-------------------------|
| Resolution Required : (Spec | ial) | | 5 - Appointme | nt of Mrs. Renu Pursl | nottam Jalan a: | s an Independe | nt Director of the Cor | npany. | |
| Whether promoter/ promo the agenda/resolution? | ter group are in | | No | | ę., | | | | |
| Category | Mode of Voting | Voting | | % of Votes Polled | | | % of Votes in | o/ | No. Suchas |
| | | No. of shares held | No. of votes polled | on outstanding shares | No. of Votes – in favour | No. of Votes –Against | favour on votes polled | % of Votes against on votes polled | No. of votes Invalid |
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 | [8] |
| | E-Voting | | 22389573 | 90.2508 | 22389573 | 0 | 100.0000 | 0.0000 | 0 |
| Promoter and Promoter | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| Group | Postal Ballot | 24808184 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 22389573 | 90.2508 | 22389573 | 0 | 100.0000 | 0.0000 | 0 |
| | E-Voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| Public Institutions | | 2928250 | | | | | | | |
| | Postal Ballot | - | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | . 0 |
| | E-Voting | | 2365342 | 8.0545 | 2365341 | 1 | 100.0000 | 0.0000 | 0 |
| | Poll | | 965 | 0.0033 | 963 | 0 | 100.0000 | 0.0000] | 2 |
| Public Non Institutions | Postal Ballot Total | 29366621 | 0 | 0.0000 | | 0 | 0.0000 | 0.0000 | 0 |
| Total | | 57103055 | | 43.3530 | f | 1 | 100.0000 | 0.0000 | 2 |

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| | | | Man Ind | ustries (India) | Limited | | | | | | |
|---|-----------------------------|--------------|------------------------|--|-------------|------------------|---------------------------|---------------------------------------|-------------------------|--|--|
| Resolution Required : (Spec | ial) | | 6 - Re-appoint | 6 - Re-appointment of Mr. Kirit Navnitlal Damania as an Independent Director of the Company. | | | | | | | |
| Whether promoter/ promothe agenda/resolution? | ter group are i | nterested in | No | | | | | | | | |
| Category | Mode of Voting No. of | | | % of Votes Polled | | s No. of Votes | % of Votes in | | | | |
| | | shares held | No. of votes polled | shares | – in favour | –Against | favour on votes polled | % of Votes against on votes polled | No. of votes Invalid | | |
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 | [8] | | |
| | E-Voting | | 223895 7 3 | 90.2508 | | | 100.0000 | | 0 | | |
| romoter and Promoter | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | | |
| Group | Postal Ballot | 24808184 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | | |
| | Total | 1 | 22389573 | 90.2508 | 22389573 | 0 | 100.0000 | 0.0000 | 0 | | |
| | E-Voting | | 0 | 0.0000 | 0 | 0. | 0.0000 | 0.0000 | 0 | | |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | | |
| Public Institutions | Postal Ballot | 2928250 | 0 | 0.0000 | | 0 | 0.0000 | 0.0000 | 0 | | |
| | Total | | 0 | 0.0000 | | 0 | 0.0000 | 0.0000 | 0 | | |
| | E-Voting | | 2365342 | 8.0545 | 2364941 | 401 | 99.9830 | 0.0170 | 0 | | |
| | Poll | | 965 | 0.0033 | 963 | 0 | 100.0000 | 0.0000 | 2 | | |
| Public Non Institutions | Postal Ballot Total | 29366621 | 0 2366307 | 0.0000 8.0578 | 0 | 0 4 01 | 0.0000 | 0.0000 0.0169 | 0 | | |
| Total | | 57103055 | 24755880 | 43.3530 | 24755477 | 401 | 99.9984 | | 2 | | |

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|---|-------------------|-----------------------|------------------------|--------------------------|-----------------------------|--------------------------|------------------------|---------------------------------------|-------------------------|
| Resolution Required : (Spec | cial) | | 7 - Re-appoint | ment of Mr. R.C. Mar | nsukhani as Cha | airman & Whol | e-Time Director of th | e Company. | |
| Whether promoter/ promo the agenda/resolution? | iter group are i | nterested in | Yes | | | | | | |
| Category | Mode of Voting | Voting | | % of Votes Polled | | | % of Votes in | | |
| | | No. of shares held | No. of votes polled | on outstanding shares | No. of Votes – in favour | No. of Votes —Against | favour on votes polled | % of Votes against on votes polled | No. of votes Invalid |
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 | [8] |
| | E-Voting | | 22389573 | 90.2508 | 22389573 | 0 | 100.0000 | 0.0000 | 0 |
| Fromoter and Promoter | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | 24808184 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 22389573 | 90.2508 | 22389573 | | 100.0000 | 0.0000 | 0 |
| | E-Voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| Public Institutions | | 2928250 | | | | | | | |
| , | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | E-Voting | | 2365342 | 8.0545 | 2365341 | 1 | 100.0000 | 0.0000 | 0 |
| | Poll | | 965 | 0.0033 | 963 | 0 | 100.0000 | 0.0000 | 2 |
| Public Non Institutions | | 29366621 | | | | | | | |
| | Postal Ballot | | 0 | 0.0000 | | 0 | 0.0000 | | 0 |
| | Total | | 2366307 | 8.0578 | | 1 | 100.0000 | | 2 |
| Total | | 57103055 | 24755880 | 43.3530 | 24755877 | 1 | 100.0000 | 0.0000 | 2 |



| | | | Man Ind | ustries (India) | Limited | | | | | | | |
|--|------------------------|-----------------------|------------------------|---|-----------------------------|--------------------------|---------------------------|---------------------------------------|-------------------------|--|--|--|
| Resolution Required : (Spec | cial) | | 8 - Re-appoint | 3 - Re-appointment of Mr. Nikhil Mansukhani as Executive Director of the Company. | | | | | | | | |
| Whether promoter/ promother agenda/resolution? | oter group are i | nterested in | Yes | | | | | | | | | |
| Category | Mode of Voting | | | % of Votes Polled | | | % of Votes in | | | | | |
| | | No. of shares held | No. of votes polled | on outstanding shares | No. of Votes – in favour | No. of Votes –Against | favour on votes polled | % of Votes against on votes polled | No. of votes Invalid | | | |
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 | [8] | | | |
| | E-Voting | | 22389573 | 90.2508 | 22389573 | 0 | 100.0000 | 0.0000 | 0 | | | |
| romoter and Promoter | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | | | |
| Group | Postal Ballot | 24808184 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | | | |
| | Total | | 22389573 | 90.2508 | 22389573 | 0 | 100.0000 | 0.0000 | 0 | | | |
| | E-Voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | - 0 | | | |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | | | |
| Public Institutions | Postal Ballot | 2928250 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | . 0 | | | |
| | Total | | 0 | 0.0000 | 0 | . 0 | 0.0000 | 0.0000 | 0 | | | |
| | E-Voting | | 2365342 | 8.0545 | 2365341 | 1 | 100.0000 | 0.0000 | 0 | | | |
| | Poll | | 965 | 0.0033 | 963 | 0 | 100.0000 | 0.0000 | .2 | | | |
| ublic Non Institutions | Postal Ballot Total | 29366621 | 0 2366307 | 0.0000 8.057 8 | 0 236630 4 | 0 | 0.0000 | | 0 | | | |
| Total | | 57103055 | 24755880 | 43.3530 | | 1 | 100.0000 | | 2 | | | |

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Practicing Company Secretary

Consolidated Scrutinizer Report

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3) (xi) of the Companies (Management and Administration) Rules, 2014)

Τo,

The Chairman Man Industries (India) Limited MAN HOUSE, 101, Opp. Pavan Hans, S.V. Road, Vile Parle West, Mumbai: 400056, Maharashtra

Dear Sir,

I, Bhavika Sanghvi, a Company Secretary in practice, have been appointed as Scrutinizer by the Board of Directors of Man Industries (India) Limited ("the Company") for the purpose of:

- Scrutinizing the e-voting process (remote e-voting) under the provisions of section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules); and
- (ii) Poll through electronic voting system under the provisions of Section 109 of the of the Act read with Rule 21 of the Rules, on the resolutions contained in the Notice calling the 30th Annual General Meeting held on Friday, 28th September, 2018 at 4.30 p.m. at Juhu Vile Parle Gymkhana Club, Plot No U/13, J.V.P.D. Scheme, 13th Road, Juhu, Opposite Juhu Bus Depot, Juhu Mumbai, Maharashtra - 400049.

Management's responsibility:

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and polling paper received on the resolutions contained in the Notice of 30th Annual General Meeting of the Equity shareholders of the Company.

B-602, New Gokul Heights CHS., Thakur Complex, Kandivali (East), Mumbai: 400 101 Email ID: sanghvi.bhavu@gmail.com, mobile: 9821720590



Practicing Company Secretary

Scrutinizer's responsibility:

My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and render a Consolidated Scrutinizer's report of the total votes cast "In favour" or "against", to the Chairman, on the resolutions state below based on the data downloaded from the CDSL e-voting system and the physical polling paper received by the Company.

I have completed the scrutiny of online voting (remote e-voting) and polling papers received and submit my report as under:

- 1) The Company had provided the remote e-voting facility offered by central Depository services (India) Limited (CDSL), to the shareholders of the Company.
- 2) In accordance with the Notice of the 30th AGM dated August 8, 2018 sent to the shareholders and the advertisement dated 4th September 2018 published pursuant to the Rule [20)(3)(v) of the Companies (Management and Administration) Rules, 2014 and amendment thereof in The Free Press Journal in English and Navshakti in Marathi on 5th September 2018.
- 3) The shareholders holding shares either in physical form or in dematerialized form as on the "cut off" date i.e. Friday, September 21, 2018 were entitled to vote on the proposed resolution(s) item no. 1 to 8 as set out in the Notice of ACM of the Company by remote e-voting or voting through polling paper at AGM.
- 4) The remote e-voting period remained open from 9.00 a.m. on Tuesday, September 25, 2018 upto 5.00 p.in. on Thursday, September 27, 2018.
- 5) After close of period for remote e-voting, the details of members, such as their names, folio number, number of shares held, who had casted votes through remote e-voting were downloaded from the e-voting website of CDSL for the purpose of ensuring that members who have casted their votes through remote e-voting do not vote again at the 30th AGM.

B-602, New Gokul Heights CHS., Thakur Complex, Kandivali (East), Mumbai: 400 101 Email ID: sanghvi.bhavu@gmail.com, mobile: 9821720590



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- 6) After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling were locked in my presence with due identification marks placed by me.
- 7) The locked ballot box was subsequently unblocked on September 28, 2018 at 5.50 p.m. in my presence along with 2 (two) witnesses who are not in the employment of the Company and the poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
- 8) The poll papers, which were incomplete and/or which were other wise found defective have been treated as invalid and kept separately.
- 9) After counting, the votes casted by the members and proxy holders present at the AGM, through polling paper, the votes casted through remote e-voting were unblocked on September 28, 2018 in the presence of 2 witnesses.
- 10) Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "for" and "against" were downloaded from the e-voting website of Central Depository Services Limited (CDSL).
- 11) I submit herewith my Consolidated Scrutinizer's Report on the results of remote e-voting and voting through polling paper on each resolution are given hereunder:

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Resolution No. 1- (Ordinary Resolution)

To receive, consider and adopt the audited Balance Sheet as at 31st March, 2018 and the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and the Auditors thereon.:

| Total Votes 24755 | 380 Total Valid | 24755878 Invalid | 2 |
|-------------------|-----------------|------------------|---|
| cast | votes | votes | |

| | Evotir | ıg | | Poll | | | | Total | | | |
|---------------|---------------|-------|----------|--------|-----|---------|---------------|----------|-----------|---------|----------|
| Assent | ssent Dissent | | ıt | Assent | | Dissent | | Assent | | Dissent | |
| Total | % | Total | % | Total | % | Total | % | Total | % | Total | % |
| votes | | Votes | | Votes | | Votes | | Votes | | Votes | |
| 24754914 | 99.999999 | 1 | 0.000001 | 963 | 100 | | | 24755877 | 99,999999 | 1 | 0.000001 |
| | | | | | | | | | | | |
| Invalid votes | | | Invalid | | 2 | | Invalid votes | | 2 | | |
| | | | | votes | | | | | | | |

Resolution no. 2: (Ordinary Resolution)

To declare dividend of Rs. 1.50 (i.e. 30%) per equity share of face value of Rs. 5.00 each for the year ended March 31, 2018.

| Total | Votes | 24755880 | Total | Valid | 24755878 | Invalid | 2 | |
|-------|-------|----------|-------|-------|----------|---------|---|--|
| cast | | | votes | | | votes | | |

| | Evotir | ng | | Poll - | | | | Total | | | |
|---------------|------------|--------|----------|---------|-----|---------|---|---------------|-----------|---------|---|
| Assent | | Disser | ıt | Assent | | Dissent | | Assent | | Dissent | |
| Total | % | Total | % | Total | % | Total | % | Total | % | Total | 0: 70 |
| votes | | Votes | | Votes | | Votes | | Votes | | Votes | |
| 24754914 | 99.9999999 | 1 | 0.000001 | 963 | 100 | | | 24755877 | 99.999999 | 1 | 0.000001 |
| Invalid votes | | | | Invalid | | 2 | | Invalid votes | | 2 | A COLUMN A C |
| | | | | votes | | | | | | | |

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Resolution no. 3: (Ordinary Resolution)

To appoint a Director in place of Mrs. Heena Vinay Kalantri (DIN 00149407), who retires by rotation and being eligible, offers herself for re-appointment.

| Total Votes 24755880 |) Total Valid | 24755878 II | nvalid 2 | |
|----------------------|---------------|-------------|----------|--|
| cast | votes | | rotes | |

| | Evotir | ıg | | | Po | 11 | | Total | | | |
|------------|-----------|--------|----------|------------------|-----|---------|---|------------|-----------|---------|----------|
| Assent | | Disser | 1t | Assent | | Dissent | | Assent | | Dissent | |
| Total | % | Total | % | Total | % | Total | % | Total | % | Total | % |
| votes | | Votes | | Votes | | Votes | | Votes | | Votes | |
| 24754904 | 99.999956 | 11 | 0.000044 | 963 | 100 | | | 24755867 | 99.999956 | 11 | 0.000044 |
| Invalid vo | otes | | | Invalic votes | 1 | | 2 | Invalid vo | L | 2 | |

Resolution 4: (Ordinary Resolution)

Ratification of the remuneration payable to the Cost Auditor for the financial year ending March 31, 2019

| Total Votes | 24755880 | Total | Valid | 24755878 | Invalid | 2 |
|-------------|----------|-------|-------|----------|---------|---|
| cast | | votes | | | votes | |

| | Evoting | | | | | 11 | | Total | | | |
|---------------|------------|---------|----------|---------|-----|---------|---|---------------|-----------|---------|----------|
| Assent | | Dissent | | Assent | | Dissent | | Assent | | Dissent | |
| Total | % | Total | % | Total | % | Total | % | Total | % | Total | % |
| votes | | Votes | | Votes | | Votes | | Votes | | Votes | |
| 24754914 | 99.9999999 | 1 | 0.000001 | 963 | 100 | | | 24755877 | 99.999999 | 1 | 0.000001 |
| | | | | | | | | | | | |
| Invalid votes | | | | Invalid | | 2 | | Invalid votes | | 2 | |
| | | | | votes | | | | | | | |

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Resolution 5: (Ordinary Resolution)

Appointment of Mrs. Renu Purshottam Jalan as an Independent Director of the Company.

| Total Votes 24755880 | Total Valid | 24755878 | Invalid | 2 |
|----------------------|-------------|----------|---------|---|
| cast | votes | | votes | |

| | Evoting | | | | | 11 | | Total | | | |
|---------------|---------------------|---------|----------|---------|---------|-----------|---|------------|------------|---------|----------|
| Assent | | Dissent | | Assent | | Dissent | | Assent | | Dissent | |
| Total | % | Total | % | Total | % | Total | % | Total | % | Total | - % |
| votes | | Votes | | Votes | | Votes | | Votes | | Votes | |
| 24754914 | 99 .9 999999 | 1 | 0.000001 | 963 | 100 | . | | 24755877 | 99.9999999 | 1 | 0.000001 |
| Invalid votes | | | | Invalio | 1 \$ | | 2 | Invalid vo | l otes | 2 | |
| | - | | | votes | | | | | | | |

Resolution 6: (Special Resolution)

Re-appointment of Mr. Kirit Navnitlal Damania as an Independent Director of the Company.

| Total Votes | 24755880 | Total | Valid | 24755878 | Invalid | 2 |
|-------------|----------|-------|-------|----------|---------|---|
| cast | | votes | | | votes | |

| **) = \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ | Evoting | | | | Poll | | | | Total | | | |
|--|-----------|--------|-----------|---------|------|---------|---|------------|-----------|---------|----------|--|
| Assent | | Disser | it | Assent | | Dissent | | Assent | | Dissent | | |
| Total | % | Total | % | Total | % | Total | % | Total | % | Total | % | |
| votes | | Votes | | Votes | | Votes | | Votes | | Votes | | |
| 24754514 | 99.998385 | 401 | 0.001.615 | 963 | | | | 24755477 | 99.998384 | 401 | 0.001616 | |
| | | | | | | | | | | | | |
| Invalid vo | otes | | | Invalio | ł | | 2 | Invalid vo | otes | 2 | | |
| | | | | votes | | [| | | | | | |

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Resolution 7: (Special Resolution)

Re-appointment of Mr. R.C. Mansukhani as Chairman and Whole-Time Director of the Company

| Total Votes | 24755880 | Total | Valid | 24755878 | Invalid | 2 |
|-------------|----------|-------|-------|----------|---------|---|
| cast | | votes | | | votes | |

| | Evoti | ng | | | Po | 11 | | | Tota | al | |
|------------|------------|---------|----------|---------|----------|---------|---|------------|------|---------|----|
| Assent | | Dissent | | Assent | | Dissent | | Assent | | Dissent | |
| Total | % | Total | % | Total | % | Total | % | Total | % | Total | 26 |
| votes | | Votes | | Votes | | Votes | | Votes | | Votes | |
| 24754914 | 99.9999999 | 1 | 0.000001 | 963 | 100 | | | 24755877 | | 1 | |
| Invalid vo | tes | 1 | | Invalid | <u> </u> | | 2 | Invalid vo | es | 2 | |
| | | | | votes | | | | | | | |

Resolution 8: (Special Resolution)

Re-appointment of Mr. Nikhil Mansukhani as Executive Director of the Company.

| Total Votes | Total | Valid | 24755878 | Invalid | 2 |
|-------------|-----------|-------|----------|---------|---|
| cast | votes | | | votes | |

| Evoting | | | | Poll | | | | Total | | | |
|---------------|-----------|---------|----------|---------------|-----|---------|---|---------------|------------|---------|--------|
| Assent | | Dissent | | Assent | | Dissent | | Assent | | Dissent | |
| Total | % | Total | % | Total | % | Total | % | Total | % | Total | % |
| votes | | Votes | | Votes | | Votes | | Votes | | Votes | |
| 24754914 | 99,999999 | 1 | 0.000001 | 963 | 100 | | - | 24755877 | 99.9999999 | 1 | 0.0000 |
| | | | | | | | | | | | 01 |
| Invalid votes | | **** | | Invalid votes | | 2 | | Invalid votes | | 2 | |
| | | | | | | | | | | | |

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The Register of polling papers, all other papers and relevant records related to remote evoting and voting by polling papers at 30th AGM were handed over to the Company Secretary of the Company for safe keeping.

Yours faithfully,

BANGHY

Bhavika Sanghvi ACS: 21352 CP No.: 15046



Countersigned by For Man Industries (India) Limited

(Company Secretary)

Date: September 29, 2018

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