

**SCRUTINIZER'S REPORT**

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

To  
Chairman,  
**G. G. DANDEKAR MACHINE WORKS LIMITED**  
211 / A, MIDC, Buti Bori Industrial Area,  
Village Kinhi, Tal. Hingana, Dist. Nagpur,  
Nagpur - 441122

The e-Voting process was conducted between 5th September, 2014 and 7th September, 2014 in respect of the Annual General Meeting of the Company to be held on 11th September, 2014 at S 211/A, MIDC, Butibori Industrial Area, Village Kinhi, Taluka Hingana, District Nagpur 441122 at 11 A.M.

Dear Sir,

I, CS Mahesh Athavale, Partner of M/s KANJ & Associates, Practicing Company Secretaries, Pune, appointed as Scrutinizer for the purpose of the e-Voting process being carried out, as per Section 108 of the Companies Act, 2013, in respect of the below mentioned resolutions, at the Annual General Meeting of the Equity Shareholders of the Company to be held on 11<sup>th</sup> September, 2014 at S 211/A, MIDC, Butibori Industrial Area, Village Kinhi, Taluka Hingana, District Nagpur 441122 at 11 A.M.



submit my report as under:

1. After the time fixed for closing of the e-Voting by the Company, a final electronic report of the whole process was generated by me by using the access and authorizations given to me by NSDL.
2. The final report generated was tabulated by me and the data regarding the final e-votes was diligently scrutinized. The whole data regarding the members who had voted electronically was reconciled as per the data available on the website of National Securities Depository Limited (NSDL), i.e. "<https://www.evoting.nsdl.com>"
3. The result of the e-voting is as under:

**a) Resolution No.1 (Ordinary Resolution)**

To receive, consider and adopt the Audited Balance Sheet & Statement of Profit and Loss for the Financial Year ended 31 March, 2014, and the Reports of the Board of Directors and Auditors thereon.

- (i) Voted in favour of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
2	145	100.00%

(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
0	0	0.00%

(iii) Abstained from Voting:

Total e-votes	Number of votes	% of total number of valid votes cast
0	0	0.00%

**b) Resolution No.2 (Ordinary Resolution)**

To appoint a Director in place of Mr. Atul Kirloskar, (holding DIN No. 00007387) who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Total-votes cast	Number of votes cast	% of total number of valid votes cast
2	145	100.00%

(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
0	0	0.00%

(iii) Abstained from Voting:

Total E-votes	Number of votes	% of total number of valid votes cast
0	0	0.00%

**c) Resolution No.3 (Ordinary Resolution)**

Appointment of M/s Joshi & Kulkarni, Chartered Accountants as Statutory Auditor of the Company

(i) Voted in favour of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid