

RAJESH KARUNAKARAN & CO

COMPANY SECRETARIES

204, 2nd floor, Pragati Towers, Opp. Shivajinagar S.T Stand, Shivajinagar, Pune - 411005.

Tel. : + 91-020-30224146 | e-mail : karunakaran2004@yahoo.com | www.csrk.in

SCRUTINIZERS REPORT

Report to the Chairman of the Board of Directors of Foseco India Limited having its Registered Office at Gat No. 922&923, Sanaswadi, Taluka Shirur Pune - 412 208, Maharashtra (The Company) on the Poll conducted by the Company to transact the items of agenda as contained in the Notice dated 1st February 2018 in respect of the Annual General Meeting of the Company held on Tuesday, 24th April 2018 at the Registered Office of the Company.

1. On completion of Poll by the members of the Company, the votes were reconciled with the records maintained by the Company /Registrar and Transfer Agents of the Company and the Authorizations /Proxies lodged with the Company.

2. The results of the Poll are as under:

Item No. 1 of the Notice - To receive consider and adopt the Audited Balance Sheet of the Company as at 31st December 2017, the statement of Profit and Loss and the Cash Flow statement for the financial year ended on that date including any explanatory note annexed thereto or forming part of the aforementioned documents together with reports of the Board of Directors and the Auditors thereon.

Resolution Required					Ordinary			
Whether Promoter / Promoter Group are interested in the Agenda Resolution					No			
Category	Mode of Voting	No of shares held	No of votes polled	% of Votes polled on outstanding shares	No of votes in favour	No of votes against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
Promoter and Promoter Group	Physical	4788845	-	-	-	-	-	-
Public Institutions	Physical	30254	-	-	-	-	-	-
Public Non Institutions	Physical	1567360	23148	1.47	23148	Nil	100	Nil
Total		6386459	23148	0.36	23148	Nil	100	Nil



Result: Passed unanimously.

Item No. 2 of the Notice- . To confirm the payment of two interim dividends on Equity shares aggregating to Rs. 13 per equity share (130%) on a equity share of Rs. 10/- each and to declare final dividend of Rs. 12 per equity share (i.e 120%) on the Equity shares of the Company for the financial year ended 31st December 2017 .

Resolution Required					Ordinary			
Whether Promoter / Promoter Group are interested in the Agenda Resolution					No			
Category	Mode of Voting	No of shares held	No of votes polled	% of Votes polled on outstanding shares	No of votes in favour	No of votes against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
Promoter and Promoter Group	Physical	4788845	-	-	-	-	-	-
Public Institutions	Physical	30254	-	-	-	-	-	-
Public Non Institutions	Physical	1567360	23148	1.47	23148	Nil	100	Nil
Total		6386459	23148	0.36	23148	Nil	100	Nil

Result: Passed unanimously.

Item No. 3 of the Notice- To appoint a Director in place of Ms. Merryl France Durrenbach (DIN 06920690) as a Director of the company who retires by rotation and being eligible offers herself for reappointment .

Resolution Required					Ordinary			
Whether Promoter / Promoter Group are interested in the Agenda Resolution					No			
Category	Mode of Voting	No of shares held	No of votes polled	% of Votes polled on outstanding shares	No of votes in favour	No of votes against	% of Votes in favour on votes Polled	% of Votes against on votes Polled



Promoter and Promoter Group	Physical	4788845	-	-	-	-	-	-
Public Institutions	Physical	30254	-	-	-	-	-	-
Public Non Institutions	Physical	1567360	23148	1.47	23148	Nil	100	Nil
Total		6386459	23148	0.36	23148	Nil	100	Nil

Result: Passed unanimously.

Item No. 4 of the Notice- To ratify the appointment of Price Waterhouse Chartered Accountants LLP (Firm Regn. No. 012754N/N500016) Statutory Auditors and to fix their remuneration .

Resolution Required					Ordinary			
Whether Promoter / Promoter Group are interested in the Agenda Resolution					No			
Category	Mode of Voting	No of shares held	No of votes polled	% of Votes polled on outstanding shares	No of votes in favour	No of votes against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
Promoter and Promoter Group	Physical	4788845	-	-	-	-	-	-
Public Institutions	Physical	30254	-	-	-	-	-	-
Public Non Institutions	Physical	1567360	23148	1.47	23148	Nil	100	Nil
Total		6386459	23148	0.36	23148	Nil	100	Nil

Result: Passed unanimously.



Item No. 5 of the Notice- Ratification of the remuneration payable to Joshi Apte & Associates , Cost Accountants in the capacity of cost auditor for the year ended 31st December, 2018 .

Resolution Required					Ordinary			
Whether Promoter / Promoter Group are interested in the Agenda Resolution					No			
Category	Mode of Voting	No of shares held	No of votes polled	% of Votes polled on outstanding shares	No of votes in favour	No of votes against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
Promoter and Promoter Group	Physical	4788845	-	-	-	-	-	-
Public Institutions	Physical	30254	-	-	-	-	-	-
Public Non Institutions	Physical	1567360	23148	1.47	23148	Nil	100	Nil
Total		6386459	23148	0.36	23148	Nil	100	Nil

Result: Passed unanimously.

Thank you.

Yours truly,



Rajesh Karunakaran
Company Secretary



Membership No. - FCS 7441
C.P. No. 6581
Pune – 24th April 2018