

Sunil Shah & Co
Company Secretary

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S-6, Eureka Centre,
Koppikar Road, Hubli - 580020

FORM No. MGT-13
Report of Scrutinizer(s)

[Pursuant to rule section 108 & 109 of the Companies Act, 2013 and rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
Chairman
Murudeshwar Ceramics Limited,
Hubli.

Sub: 35th Annual General Meeting of the Equity Shareholders of Murudeshwar Ceramics Limited Held on Friday, September 28th, 2018 at 4 P.M at Shri R N Shetty Kalyana Mantap, Opp. Indira Glass House, Hubli - 580 029

Dear Sir,

I Sunil Javeerchand Shah, appointed as Scrutinizer(s) for the purpose of the E voting and polling taken on the resolution(s) mentioned in the Notice of the Annual General Meeting of the Equity Shareholders of Murudeshwar Ceramics Limited, held on Friday, September 28th, 2018 at 4 P.M at Shri R N Shetty Kalyana Mantap, Opp. Indira Glass House, Hubli - 580 029, submit our report as under:

1. The e-voting period commenced on 25th September, 2018 from 9.00 AM IST and concluded on 27th September 2018 at 5.00 PM IST. The e-voting services were provided by National Securities Depository Limited (NSDL). After the time fixed for closing of the E-Voting the portal was blocked.
2. Further at the AGM held on 28.09.2018 the papers for voting by Poll were distributed to the members present at the meeting who had not preferred to vote under e-voting option and after the time fixed for closing of the poll by the Chairman, One Ballot box kept for polling was locked and sealed in my presence with due identification marks placed by me.
3. The blocked portal and sealed ballot box were opened in my presence and the e-votes and poll papers were diligently scrutinized. The e-votes and polled 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.
4. The polled votes which were invalid or incomplete and/or which were otherwise found defective have been treated as invalid and accounted separately.
5. The results of Poll are given in the Annexure - I and results of E-Votes are given in Annexure-II and the combined results are given in Annexure - III which are attached to this report.
6. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes that were declared invalid for each resolution, E-voting records and all other relevant documents and records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Place: Hubli
Dated: 28.09.2018

SUNIL SHAH

Yours faithfully,
Company Secretary
Mem No 8717
COP No. 3289

Sunil J Shah, Company Secretary, Mem No 8717 COP No 3289
Name/s and Signature/s of the Scrutinizer

Bndi.
Laxmi. J. Chinagudi
At U Aralikatti

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Sathish S. Hulegar
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ANNEXURE-I TO SCRUTINISERS REPORT (Polled Votes Results)

No	Subject of Resolution	Favour			Against			Invalid		
		Number of members voted by poll	Number of votes cast in favour of the resolution	%age of total number of valid votes cast	Number of members voted by poll	Number of votes cast in Against of the resolution	% age of total number of valid votes cast	Number of members whose votes were declared invalid	Number of votes cast as invalid	%age of total number of invalid votes cast
1	Adoption of Financial Statements for the year ended 31st March, 2018	55	142028	100.000%	0	0	0.000%	0	0	0.000%
2	Re-appointment of Shri Sunil Rama Shetty (DIN 00037572) who retires by rotation	54	141553	99.718%	1	400	0.282%	0	0	0.000%
3	To ratify appointment of M/s. K.A. Raghupathy & Co., (Firm Registration No.0115735) Chartered Accountants, Bengaluru, as the Statutory Auditors of the Company.	55	142028	100.000%	0	0	0.000%	0	0	0.000%
4	To regularise appointment of Additional Director Shri Karan Satish Shetty (DIN 08168200), as Director (Executive Director) of the Company.	55	142028	100.000%	0	0	0.000%	0	0	0.000%
5	To Appoint and fix remuneration of Shri Karan Satish Shetty (DIN 08168200), as Wholtime Director of the Company.	55	142028	100.000%	0	0	0.000%	0	0	0.000%

ANNEXURE-II TO SCRUTINISERS REPORT (E-Voting Results)

No	Subject of Resolution	Favour			Against			Invalid		
		Number of members voted electronically	Number of votes cast in favour of the resolution	%age of total number of valid votes cast	Number of members voted electronically	Number of votes cast in Against of the resolution	% age of total number of valid votes cast	Number of members whose votes were declared invalid	Number of votes cast as invalid	%age of total number of invalid votes cast
1	Adoption of Financial Statements for the year ended 31st March, 2018	63	28331092	100.000%	0	0	0.000%	NA	NA	NA
2	Re-appointment of Shri Sunil Rama Shetty (DIN 00037572) who retires by rotation	61	28327692	99.988%	2	3400	0.012%	NA	NA	NA
3	To ratify appointment of M/s. K.A. Raghupathy & Co., (Firm Registration No.0115735) Chartered Accountants, Bengaluru, as the Statutory Auditors of the Company.	62	28330092	99.995%	1	1000	0.004%	NA	NA	NA
4	To regularise appointment of Additional Director Shri Karan Satish Shetty (DIN 08168200), as Director (Executive Director) of the Company.	60	28317892	99.988%	2	3400	0.012%	NA	NA	NA
5	To Appoint and fix remuneration of Shri Karan Satish Shetty (DIN 08168200), as Wholtime Director of the Company.	60	28317892	99.988%	2	3400	0.012%	NA	NA	NA



ANNEXURE-III TO SCRUTINISERS REPORT (Combined Result of E-Voting and Polled Vote Results)

No	Subject of Resolution	Favour			Against			Invalid		
		Number of members voted electronically and by poll	Number of votes cast in favour of the resolution	%age of total number of valid votes cast	Number of members voted electronically and by poll	Number of votes cast in Against of the resolution	% age of total number of valid votes cast	Number of members whose votes were declared invalid	Number of votes cast as Invalid	%age of total number of invalid votes cast
1	Adoption of Financial Statements for the year ended 31st March, 2018	118	28473120	100.000%	0	0	0.000%	0	0	0.000%
2	Re-appointment of Shri Sunil Rama Shetty (DIN 00037572) who retires by rotation	115	28469245	99.987%	3	3800	0.013%	0	0	0.000%
3	To ratify appointment of M/s. K.A. Raghupathy & Co., (Firm Registration No.0115735) Chartered Accountants, Bengaluru, as the Statutory Auditors of the Company.	117	28472120	99.996%	1	1000	0.004%	0	0	0.000%
4	To regularise appointment of Additional Director Shri Karan Satish Shetty (DIN 08168200), as Director (Executive Director) of the Company.	115	28459920	99.988%	2	3400	0.012%	0	0	0.000%
5	To Appoint and fix remuneration of Shri Karan Satish Shetty (DIN 08168200), as Wholetime Director of the Company.	115	28459920	99.988%	2	3400	0.012%	0	0	0.000%

100.000%



Sunil Shah
Company Secretary

Mem No 8717 Cop no 3289