

MOHINDRA FASTENERS LIMITED

CIN: L74899DL1995PLC064215

Regd. Office: 304 Gupta Arcade, Inder Enclave, Delhi - Rohtak Road, New Delhi-110087

Website: www.mohindra.asia Email id: cs@mohindra.asia Phone: +91-11- 46200400, 46200401 Fax: +91-11-25282667



To,

29th September, 2018

The Head Listing & Compliance
Metropolitan Stock Exchange of India Ltd. (MSEI)
Vibgyor Towers, 4th Floor, Plot No. C-62, G-Block
Opp. Trident Hotel, Bandra Kurla Complex, Bandra (E)
Mumbai -400098

Ref:- Symbol- MFL, Series - BE

Sub: Intimation under Regulation 30 w.r.t. 24th Annual General Meeting

Dear Sir/Ma'am,

Pursuant to Regulation 30 read with Schedule III (Part A) and any other applicable Provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the following resolutions as mentioned in the Notice of the AGM dated 3rd August, 2018 were passed through e-voting and Poll:

1. Adoption of Financial Statements and Reports thereon for the financial year ended 31st March, 2018.
2. Approved and declared the dividend on Equity Shares at the rate of Rs. 2.50 per shares as recommended by the Board, for the financial year ended on 31st March, 2018.
3. Mr. Ravinder Mohan Juneja (DIN: 00006496) has re-appointed as a director of the company, liable to retire by rotation and being eligible offered himself for re-appointment.
4. Confirmed the appointment of M/s. B. L. Khandelwal & Co., Chartered Accountants, New Delhi (Firm Registration No.: 000998N) as the Statutory Auditors of the Company for a term of 5(five) years i.e. till the conclusion of 28th AGM of the Company, without ratification in the subsequent Annual General Meetings.
5. Approved the ratification of remuneration of Cost Auditors for the financial year ending 31st March, 2019.
6. Approved the Appointment of Mrs. Shamoli Thakur as Independent women Director of the Company.
7. Approved the Reclassification of the Shareholders from the Promoter's Group Category. The company will initiate further proceedings for re-classification within 15 days from the date of AGM i.e. 28th September, 2018 as specified under SEBI Listing Regulations, 2015 and guidelines provided by the Stock Exchange.

Summary of Proceedings of the 24th AGM held on 28th September, 2018 attached as **Annexure A**.

Voting Results of 24th AGM as per the requirements of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 attached as **Annexure B**.

Consolidated Scrutinizer's Report pursuant to section 108 of the Companies Act and Rule 20 of the Companies (Management & Administration) Rules, 2014 attached as **Annexure C**.

You are requested to take the same on record.

Thanking you,
Yours faithfully,

For Mohindra Fasteners Limited


Deepak Arneja
DIN: 00006112
(Chairman cum Managing Director & CEO)



Encl: As Above

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The 24th Annual General Meeting (AGM) of Mohindra Fasteners Limited (the 'Company') was held on Friday, 28th Day of September, 2018 at 11:30 A.M. at Apsara Grand Banquet Halls, A-1/20 B, Paschim Vihar, Rohtak Road, Near Paschim Vihar West Metro Station, Pillar No. 255, New-Delhi-110063. Following directors were present:

Directors Present:

Mr. Deepak Arneja, Chairman Cum Managing Director & CEO

Mr. Ravinder Mohan Juneja, Managing Director

Mr. Vinod Kumar, Non-Executive & Independent Director and Chairman of Audit, Nomination & Remuneration & Stakeholder's Relationship Committees

Mr. Gagandeep Singh Narang, Non-Executive Director

Mr. Ved Prakash Chaudhry, Non-Executive & Independent Director

Other Key Managerial Personnel:

Mr. Sunil Mishra, Chief Financial Officer

Ms. Nidhi Pathak, Company Secretary

Statutory Auditors:

Mr. B.L. Khandelwal - representing M/s B. L. Khandelwal & Co., Statutory Auditor of the Company.

Scrutiniser:

Mr. Anand Kumar Singh - representing M/s. Anand Nimesh and Associates, Scrutinizer and Secretarial Auditor of the Company, appointed to scrutinize the voting process through poll and electronically in fair and transparent manner.

In Attendance:

Participants from Registrar and Share Transfer Agent, M/s Skyline and Financial Services Private Limited: Anil Kumar and Praveen.

Members Present:

Total 33(Thirty Three) Members (present in person) and through Proxy 15(Fifteen) members attended the meeting as per Members attendance register.



Leave of Absence:

The Board also noted the request of Ms. Shamoli Thakur, Director of the Company, who has shown her inability to attend this Meeting due to their personal commitments.

PROCEEDINGS:

Ms. Nidhi Pathak, Company Secretary welcomed the members and other attendees. She introduced the Directors and officers sitting on the dais. She informed the shareholders that Mr. Deepak Arneja, Chairman of the company, would preside over the Meeting. She further informed that Ms. Shamoli Thakur has shown her inability to attend the meeting due to her personal commitments and her absence was noted. Further she noted the Quorum of the annual general meeting. The requisite quorum being present, Company Secretary called the meeting to order.

Company Secretary requested the chairman to kindly appraise the members present and to say a few words on the operations & overall performance of the company. Then the Chairman Mr. Deepak Arneja delivered his speech and briefed about the significant development of the Company during the FY 2017-18. He presented the financial highlights of the Company.

Ms. Nidhi Pathak, Company Secretary, stated that the Annual Report for the year 2017-18 has been posted/mailed, to all the members. She informed that the Annual report and the statutory registers and proxy registers were available for inspection at the entrance counter.

With the consent of the members, the notice convening the Annual General Meeting together with, Directors Report and the Financial Statement for the financial year ended March 31, 2018 having already being circulated to the members were taken as read. As there was no qualification, observation or comments on financial transactions or matters which have adverse effect on the functioning of the company and accordingly, the same was not required to read out before the meeting.

After that the Company Secretary took a read of all the resolutions/agendas which was required to be passed with the approval of shareholders in the AGM.

The following items of business as stated in the notice of AGM, were put to vote:



Ordinary Business:

1. To review, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2018, the Reports of the Auditors and Board of Directors thereon.
2. To declare the dividend on Equity Shares for the financial year ended on 31st March, 2018.
3. To appoint a Director in place of Mr. Ravinder Mohan Juneja (DIN: 00006496), who retires by rotation and being eligible, offers himself for re-appointment.
4. To confirm the appointment of Statutory Auditors of the Company for the rest of the tenure.

Special Business:

5. To approve the remuneration of Cost Auditor for the financial year ending 31st March, 2019.
6. To approve the appointment of Ms. Shamoli Thakur as an Independent Women Director of the Company.
7. To approve the Reclassification of the Shareholders from the Promoters' Group Category.

The Chairman then invited the Members to express their view, suggestions and queries on agenda items and make enquires on the operations and financial performance of the Company and related matters. The Chairman responded to all the queries raised by members. The Shareholders expressed satisfaction on the performance of the Company.

Thereafter the Company Secretary requested the chairman to say a few words on Voting Process.

The Chairman then informed the shareholders that the facility of remote e-voting for the members was made available from 9:00 A.M. on 23rd Day of September, 2018 till 5:00 P.M. on 27th Day of September, 2018, on all the resolutions set forth in the notice of the AGM. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the meeting via ballot paper/Poll. He further requested the Scrutinizer, Mr. Anand Kumar Singh to take over the voting process and add some more points on the voting process, which he might have missed on the Voting process and on the authentication of the Ballot Box.

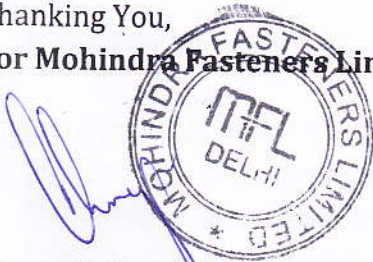
Mr. Anand Kumar Singh, representing M/s Anand Nimesh and Associates, Company Secretaries, who was appointed as the Scrutinizer for remote E-Voting as well as ballot voting at the AGM, explained the procedure and manner of the voting through Ballot paper (Poll) and he requested the shareholders to drop their duly filled and signed ballot papers into the Ballot Box. Further he was requested to kindly submit the consolidated Scrutinizer's Report by on or before the 29th September, 2018.



Thereafter the shareholders cast their votes and dropped their ballot forms into the ballot box and the Scrutinizer took the Ballot Box in his safe custody.

After the voting process got over, the Chairman thanked the Members for attending and participating in the meeting and informed the shareholders that the result of voting by Ballot and E-Voting will be declared on or before 29th September, 2018 and same will also be available on Company's website www.mohindra.asia. As all the Businesses of the meeting were over and were transacted, he declared the meeting closed and the meeting was concluded at 12:20 PM.

Thanking You,
For Mohindra Fasteners Limited



(Deepak Arneja)
Chairman Cum
Managing Director & CEO
DIN: 00006112

Date: 29th September, 2018
Place: New Delhi

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Annexure B

Voting Results of 24th AGM as per the requirements of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	28 th September, 2018
Total Number of shareholders as on Record Date	532 (Record Date: 21.09.2018)
No. of shareholders present in the meeting either in person or through proxy	
Promoters & Promoter Group	7
Public	41
No. of shareholders attended the meeting through Video Conferencing	
Promoters & Promoter Group	Not Arranged
Public	

Details of Agenda:-

Resolution No. 1:-

Resolution required: Ordinary			To review, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2018, the Reports of the Auditors and Board of Directors thereon.					
Whether promoter/promoter group are interested in 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
		(1)	(2)	(3)=[(2)/(1)*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3807700	3082000	80.94	3082000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		3082000	80.94	3082000	0	100	0
Public-Non Institutional holders	E-Voting	1549100	991422	64.00	991422	0	100	0
	Poll		34709	2.24	34709	0	100	0
	Postal Ballot (If applicable)		0	0	0	0	0	0



	Total		1026131	66.24	1026131	0	100	0
Public-Institutional Holders	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Total		5356800	4108131	76.69	4108131	0	100	0

Hence, the above Ordinary Resolution has been passed with requisite majority.

Resolution No. 2:-

Resolution required: Ordinary			To declare the dividend on Equity Shares for the financial year ended on 31 st March, 2018.					
Whether promoter/promoter group are interested in 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
		(1)	(2)	(3)=[(2)/(1)*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3807700	3082000	80.94	3082000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total			3082000	80.94	3082000	0	100
Public-Non Institutional holders	E-Voting	1549100	991422	64.00	991422	0	100	0
	Poll		34709	2.24	34709	0	100	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total			1026131	66.24	1026131	0	100
Public-Institutional Holders	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Total		5356800	4108131	76.69	4108131	0	100	0

Hence, the above Ordinary Resolution has been passed with requisite majority.

Resolution No. 3:-

Resolution required: Ordinary			To appoint a Director in place of Mr. Ravinder Mohan Juneja (DIN: 00006496) who retires by rotation and being eligible, offers himself for re-appointment.					
Whether promoter/promoter group are interested in agenda/resolution.			Yes- Being an appointee Mr. Ravinder Mohan Juneja was interested in the resolution.					
Category	Mode of Voting	No. of Shares	No. of Votes	% of Votes Polled on	No. of Votes- in	No. of Votes-	% of Votes in favour on votes	% of Votes against on votes



		held	Polled	outstanding shares	favour	against	polled	polled
		(1)	(2)	(3)=[(2)/(1)*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3807700	*3082000	80.94	3082000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		3082000	80.94	3082000	0	100	0
Public-Non Institutional holders	E-Voting	1549100	991422	64.00	991422	0	100	0
	Poll		34709	2.24	34709	0	100	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		1026131	66.24	1026131	0	100	0
Public-Institutional Holders	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Total		5356800	4108131	76.69	4108131	0	100	0

Hence, the above Ordinary Resolution has been passed with requisite majority.

* This includes the no. of shares of the Interested member i.e. 4,84,650 shares also.

Resolution No. 4:-

Resolution required: Ordinary			To confirm the appointment of Statutory Auditors and to authorize the Board of Directors to fix their remuneration.					
Whether promoter/promoter group are interested in 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
		(1)	(2)	(3)=[(2)/(1)*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3807700	3082000	80.94	3082000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		3082000	80.94	3082000	0	100	0
Public-Non Institutional holders	E-Voting	1549100	991422	64.00	991422	0	100	0
	Poll		34709	2.24	34709	0	100	0
	Postal Ballot (If applicable)		0	0	0	0	0	0



	Total		1026131	66.24	1026131	0	100	0
Public-Institutional Holders	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Total		5356800	4108131	76.69	4108131	0	100	0

Hence, the above Ordinary Resolution has been passed with requisite majority.

Resolution No. 5:-

Resolution required: Ordinary			To approve the remuneration of Cost Auditor for the financial year ending 31 st March, 2019.					
Whether promoter/promoter group are interested in 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
		(1)	(2)	(3)=[(2)/(1)*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3807700	3082000	80.94	3082000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		3082000	80.94	3082000	0	100	0
Public-Non Institutional holders	E-Voting	1549100	991322	64.00	991322	0	100	0
	Poll		34709	2.24	34709	0	100	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		1026031	66.24	1026031	0	100	0
Public-Institutional Holders	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Total		5356800	4108031	76.69	4108031	0	100	0

Hence, the above Ordinary Resolution has been passed with requisite majority.

Resolution No. 6:-

Resolution required: Ordinary			To approve the appointment of Ms. Shamoli Thakur (DIN: 08189763) as an Independent Women Director of the Company.					
Whether promoter/promoter group are interested in agenda/resolution.			No					
Category	Mode of Voting	No. of Shares	No. of Votes	% of Votes Polled on	No. of Votes-in	No. of Votes-	% of Votes in favour on votes	% of Votes against on votes polled



		held	Polled	outstanding shares	favour	against	polled	
		(1)	(2)	(3)=[(2)/(1)*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3807700	3082000	80.94	3082000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		3082000	80.94	3082000	0	100	0
Public-Non Institutional holders	E-Voting	1549100	991322	64.00	991322	0	100	0
	Poll		34709	2.24	34709	0	100	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		1026031	66.24	1026031	0	100	0
Public-Institutional Holders	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Total		5356800	4108031	76.69	4108031	0	100	0

Hence, the above Ordinary Resolution has been passed with requisite majority.

Resolution No. 7:-

Resolution required: Special			To approve the Reclassification of the Shareholders from the Promoters' Group Category.					
Whether promoter/promoter group are interested in 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
		(1)	(2)	(3)=[(2)/(1)*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3807700	3082000	80.94	3082000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		3082000	80.94	3082000	0	100	0
Public-Non Institutional holders	E-Voting	1549100	991322	64.00	991322	0	100	0
	Poll		34709	2.24	34709	0	100	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		1026031	66.24	1026031	0	100	0
Public-	E-Voting	0	0	0	0	0	0	0



Constitution of Shareholders	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Total		5356800	4108031	76.69	4108031	0	100	0

Hence, the above Special Resolution has been passed with requisite majority.

Thanking You,

For Mohindra Fasteners Limited

Deepak Arneja

(Chairman cum Managing Director & CEO)

DIN:- 00006112



Date: 29th September, 2018

Place: New Delhi

Annexure C

Anand Nimesh & Associates

(Company Secretaries)

183B, Second Floor, Gurudwara Road
West Guru Angad Nagar, Laxmi Nagar, Delhi-110092
Tel: 011-42730004, M: 9868782243
E-mail: vdnext1711@gmail.com
Website: www.anandnimesh.com

Scrutinizer's Report

[Pursuant to section 108 of the Companies Act, 2013 and
[Rule 20 of the Companies (Management and Administration) Rule 2014 as amended]

To,
The Chairman
24th Annual General Meeting of the shareholders of **Mohindra Fasteners Limited**, held on Friday, the 28th Day of September, 2018 at 11.30 AM at Apsara Grand Banquet Halls, A-1/20 B, Paschim Vihar, Rohtak Road, Near Paschim Vihar West Metro Station, Pillar No.255, New-Delhi-110063

Subject: Consolidated Scrutinizers report on remote e-voting and voting through Ballot papers pursuant to the provision of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rule 2014 and amendments thereto and voting through poll pursuant to section 109 of the Companies Act, 2013, read with rules 21 of Companies (Management and Administration) Rule, 2014 amendments thereto at 24th Annual General Meeting of Mohindra Fasteners Limited held on Friday, the 28th September, 2018, at 11.30 AM at Apsara Grand Banquet Halls, A-1/20 B, Paschim Vihar, Rohtak Road, Near Paschim Vihar West Metro Station, Pillar No. 255, New-Delhi-110063;

Dear Sir,

I, Anand Kumar Singh, Partner of M/s Anand Nimesh & Associates, Company Secretaries having office at 183B, Second Floor, Gurudwara Road, West Guru Angad Nagar, Laxmi Nagar, Delhi-110092 have been appointed by the Board of Directors of Mohindra Fasteners Limited ("the Company") dated 03rd Day of August, 2018, as Scrutinizer for the purpose of scrutinizing the remote e-voting process and voting



through Ballot papers at 24th Annual General Meeting (AGM) of the Members of the Company, in a fair and transparent manner and ascertaining the requisite majority on remote e-voting and voting through Ballot papers carried out, in term of provision of section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rule 2014 as amended by Companies (Management and Administration) Amended Rule 2015 and pursuant to regulation 30 and Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 on the resolution set out in the notice dated 03rd Day of August, 2018 for 24th AGM of the Members of Mohindra Fasteners Limited, held on 28th day of September 2018 at 11.30 AM at Apsara Grand Banquet Halls, A-1/20 B, Paschim Vihar, Rohtak Road, Near Paschim Vihar West Metro Station, Pillar No. 255, New-Delhi-110063.

Accordingly, I submit the report, on completion of remote e-voting process and voting through Ballot papers, as under

1. The Company had engaged the services of NSDL as the authorized agency to provide secured system for remote e-voting process through its designated website at <https://www.evoting.nsdl.com/> via **NSDL e-voting platform**.
2. Detailed instruction relating to poll and remote e-voting facility along with login detail were provided to the eligible members.
3. The company has also published the information related to remote e-voting in news papers namely **The Financial Express (English Daily) and Jansatta (Hindi Daily)** dated 1st Day of September, 2018.
4. In compliance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, substituted by the Companies (Management and Administration) Amendment, Rules 2015 and further substituted by the company (Management and Administrations) amendment, Rules 2016 (including any statutory modification or re-enactment thereof) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the remote e-voting period remained open from Sunday 23rd Day of September 2018 (9.00 A.M.) till Thursday 27th September, 2018 (5.00 P.M.)
5. The Members of the Company as on the "cut- off date" i.e. Friday, September 21, 2018, were entitled to avail the facility of remote e-voting as well as voting at the Annual General Meeting on the proposed resolutions as set out in the Notice dated 03rd Day of August 2018.

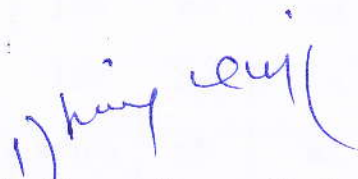


6. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting by Ballot paper on the resolutions contained in the Notice to the 24th AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and for voting through ballot paper at the AGM is restricted to preparing a Scrutinizer's report of the votes cast "in favor" or "against" the resolutions stated in notice of the AGM, based on the reports generated from the remote e-voting system provided by National Depository Services (India) Limited (NSDL) and voting through ballot paper conducted at the 24th AGM.
7. At the 24th AGM of the Company held on 28th September, 2018 the Chairman at the end of the discussion on the resolution(s) ordered for poll through physical ballot papers at AGM as per Rule 20 & 21 of Companies (Management and Administration) Amendment Rules, 2015 to facilitate the members present at the meeting who could not participate in the remote e-voting to record their votes. Poll through physical ballot papers was provided at the venue of AGM at Apsara Grand Banquet Halls, A-1/20 B, Paschim Vihar, Rohtak Road, Near Paschim Vihar West Metro Station, Pillar No. 255, New-Delhi-110063.
8. One (1) Ballot Box were kept for polling at the AGM ballot box were locked in my presence.
9. At the 24th Annual General Meeting, after declaration of poll by the Chairman, a box kept for poling was locked in my presence with due identification marks placed by me.
10. After completion of poll through physical ballot papers at the AGM, the locked ballot box was opened in my presence and ballot ware diligently scrutinized. Thereafter polling papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorizations/Proxies lodged with the Company. A detailed register was maintained containing the particulars of the Members who participated in poll through physical ballot papers at AGM.
11. The ballot papers, which ware incomplete and/or which ware otherwise found defective or if signature of shareholders did not match with the record have been treated as invalid and were kept separately.



12. Therefore, the votes cast through remote e-voting were unblocked after completion of poll through physical ballot papers at AGM in the presence of two witnesses, Mr. Nimesh Kumar S/o Charan Singh R/o Vill- Achpal Garhi, Post-Pilkhuwa, Distt-Hapur, UP-245304, and Mr. Dhanoj Kumar Singh, S/o Shri Ram Bachan Singh at G-83, 202 Vijay chook Laxmi Nagar Delhi-110092 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Mr. Nimesh Kumar


Mr. Dhanoj Kumar Singh

13. The consolidated summary of results of remote e-voting and poll through physical ballot papers at AGM are as under:

(a) Resolution No-1:- "Ordinary Resolution"

To review, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2018, the Reports of the Auditors and Board of Directors thereon.

Voted in FAVOUR or AGAINST for the Resolution

Item no of Notice	Voting Method	Vote in assent			Vote in dissent		Invalid Vote
		Nos.	Total vote cast	%age	Nos.	%age	
Item NO-1 ORDINARY RESOLUTION	e-voting	36	4073422	100	Nil	NA	Nil
	Poll	36	34709	100	Nil	NA	Nil
	Total	72	4108131	100%	Nil	NA	Nil

I report that ordinary resolution as contained in the item no. 1 of the notice dated 03rd August 2018 has been passed with the requisite majority.

(b) Resolution No-2:- "Ordinary Resolution"



To declare the dividend on Equity Shares for the financial year ended on 31st March, 2018.

Item no of Notice	Voting Method	Vote in assent			Vote in dissent		Invalid Vote
		Nos.	Total vote cast	%age	Nos.	%age	
Item NO-2 ORDINARY RESOLUTION	e-voting	36	4073422	100	Nil	NA	Nil
	Poll	36	34709	100	Nil	NA	Nil
	Total	72	4108131	100%	Nil	NA	Nil

I report that ordinary resolution as contained in the item no. 2 of the notice dated 03rd August 2018 has been passed with the requisite majority.

(c) Resolution No-3:- "Ordinary Resolution"

To appoint a Director in place of Mr. Ravinder Mohan Juneja (DIN: 00006496) who retires by rotation and being eligible, offers himself for re-appointment.

Item no of Notice	Voting Method	Vote in assent			Vote in dissent		Invalid Vote
		Nos.	Total vote cast	%age	Nos.	%age	
Item NO-3 ORDINARY RESOLUTION	e-voting	36*	4073422	100	Nil	NA	Nil
	Poll	36	34709	100	Nil	NA	Nil
	Total	72	4108131	100%	Nil	NA	Nil

I report that ordinary resolution as contained in the item no. 3 of the notice dated 03rd August 2018 has been passed with the requisite majority.

* This includes the no. of shares of the Interested member i.e. 484650 shares also.

(d) Resolution No-4:- "Ordinary Resolution"

To confirm the appointment of Statutory Auditors and to authorize the Board of Directors to fix their remuneration.



Item no of Notice	Voting Method	Vote in assent			Vote in dissent		Invalid Vote
		Nos.	Total vote cast	%age	Nos.	%age	
Item NO-4 ORDINARY RESOLUTION	e-voting	36	4073422	100	Nil	NA	Nil
	Poll	36	34709	100	Nil	NA	Nil
	Total	72	4108131	100%	Nil	NA	Nil

I report that ordinary resolution as contained in the item no. 4 of the notice dated 03rd August 2018 has been passed with the requisite majority.

(e) Resolution No-5:- "Ordinary Resolution"

To approve the remuneration of Cost Auditor for the financial year ending 31st March, 2019.

Item no of Notice	Voting Method	Vote in assent			Vote in dissent		Invalid Vote
		Nos.	Total vote cast	%age	Nos.	%age	
Item NO-5 ORDINARY RESOLUTION	e-voting	35	4073322	100	Nil	NA	Nil
	Poll	36	34709	100	Nil	NA	Nil
	Total	71	4108031	100%	Nil	NA	Nil

I report that ordinary resolution as contained in the item no. 5 of the notice dated 03rd August 2018 has been passed with the requisite majority.

(f) Resolution No-6:- "Ordinary Resolution"

To approve the appointment of Ms. Shamoli Thakur (DIN: 08189763) as an Independent Women Director of the Company.



Item no of Notice	Voting Method	Vote in assent			Vote in dissent		Invalid Vote
		Nos.	Total vote cast	%age	Nos.	%age	
Item NO-6 ORDINARY RESOLUTION	e-voting	35	4073322	100	Nil	NA	Nil
	Poll	36	34709	100	Nil	NA	Nil
	Total	71	4108031	100%	Nil	NA	Nil

I report that Ordinary resolution as contained in the item no. 6 of the notice dated 03rd August 2018 has been passed with the requisite majority.

(g) Resolution No-7:- "Special Resolution"

To approve the Reclassification of the Shareholders from the Promoters Group Category.

Item no of Notice	Voting Method	Vote in assent			Vote in dissent		Invalid Vote
		Nos.	Total vote cast	%age	Nos.	%age	
Item NO-7 SPECIAL RESOLUTION	e-voting	35	4073322	100	Nil	NA	Nil
	Poll	36	34709	100	Nil	NA	Nil
	Total	71	4108031	100%	Nil	NA	Nil

I report that Special resolution as contained in the item no. 7 of the notice dated 03rd August 2018 has been passed with the requisite majority.

14. All the papers relating to voting by electronic means shall remain in the safe custody of the Scrutinizers until the Chairman considers, approves and signs the minutes of AGM and thereafter, the Scrutinizers shall hand over the related papers to the Company.
15. Based on the above voting, all resolutions carried on with requisite majority, accordingly we request the Chairman of the 24th AGM to announce the result of the meeting.



16. The register, all other papers and relevant record relating to remote e-voting and voting by Ballot papers at 24th AGM shall remain in my safe custody until the chairman consider, approved and sign the Minute of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company secretary for safe keeping.

Thanking you,

Your's faithfully,

**For: Anand Nimesh & Associates
(Company Secretaries)**



Anand K. Singh
**Anand Kumar Singh
(Partner)**

**Mem No.- 24881
CP No - 9404**

**Date: 29/09/2018
Place: Delhi**

For Mohindra Fasteners Limited

Deepak Arneja
Managing Director

**Mr. Deepak Arneja
Chairman of 24th Annual General Meeting
DIN:00006112**