



Pradeep Pincha

Practicing Company Secretary

Scrutinizer's Report

Consolidated Report on e-Voting and Poll

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

To,
The Chairman
Gravita India Limited
Saurabh', Chittora Road, Harsulia Mod,
Diggi-Malpura Road, Tehsil-Phagi, Jaipur
Rajasthan-303904

Dear Sir,

I was appointed as Scrutinizer by the Board of Directors of M/s. Gravita India Limited (herein after referred to as "the Company") for the purpose of scrutinizing the remote e-Voting process pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time.

I was also appointed to scrutinize the poll process at 24th Annual General Meeting (AGM) of the Company pursuant to provisions of Section 109 of the Companies Act, 2013 read-with Rule 21 of the Companies (Management And Administration) Rules, 2014, as amended from time to time.

I hereby State that the Management of the Company is responsible for compliance of the applicable provisions of the Companies Act, 2013, SEBI Act, 1992 and SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015, related to conducting of Annual General Meeting including voting (e-Voting & poll) thereat, and my responsibility is only to the extent of making a Scrutinizers Report for ascertaining the votes cast in "Favour" or "Against" for respective resolutions contained in the Notice of 24th AGM of the Company dated 17th June 2016.

In connection to above, I submit my report as under:

- The Company had appointed Central Depository Services (India) Limited ("CDSL") as the agency to provide the remote e-Voting facility to the Members of the Company in connection with the 24th AGM of the Company.
- The remote e-Voting facility was made available from Wednesday, 3rd August, 2016 at 10.00 a.m. to Friday, 5th August, 2016 till 5.00 p.m. for the person(s), whose name is recorded in the Register of Member or in the Register of Beneficial owners maintained by the depositories as on the cut-off date i.e. 31st July, 2016.
- In terms of provisions of clause xiii of sub-rule 4 of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, details related to Members who have cast their votes through remote e-voting, such as their names folios, no of shares held but not the manner in which they have voted, was provided by the "CDSL" to ensure that the members who have cast their votes through remote e-voting do not vote again at the AGM.





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- At the 24th AGM of the Company held on 6th August, 2016, the Chairman of the Meeting called for a poll to facilitate the members present in the Meeting to record their votes through the poll process who could not participate through remote e-voting.
- After the conclusion of 24th AGM of the Company on Saturday 6th August, 2016 a final electronic report of remote e-Voting was generated by unblocking the votes cast through remote e-Voting facility in presence of two witnesses viz. Mr. Akshit Kr. Jangid and Mr. Lokesh Sharma who are not in the employment of the Company.
- Thereafter, the voting done through remote e-Voting and Polling, were reconciled with the records maintained by the RTA and the authorizations/proxies lodged with the Company and result of the scrutiny of the above voting process (remote e-Voting and Poll) in respect of the resolutions as set-out in the Notice of 24th AGM of the Company dated 17th June, 2016 are reproduced herein under:

Item No. 1- Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the Financial Year ended 31st March, 2016 together with the reports of the Board of Directors and Auditor's thereon

Particular	Number of votes cast through			Total in Percentage (%)
	Poll at AGM	Remote e-Voting	Total	
Assent	77285	51877308	51954593	100
Dissent	-	-	-	-
Invalid Votes	-	-	-	-
Total	77285	51877308	51954593	100

Item No. 2- Ordinary Resolution

To declare Final Dividend on Equity Shares for the Financial Year 2015-16

Particular	Number of votes cast through			Total in Percentage (%)
	Poll at AGM	Remote e-Voting	Total	
Assent	77285	51877308	51954593	100
Dissent	-	-	-	-
Invalid Votes	-	-	-	-
Total	77285	51877308	51954593	100





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Item No. 3- Ordinary Resolution

To appoint a Director in place of Dr. Mahavir Prasad Agarwal (DIN: 00188179), who retires by rotation and being eligible, offers himself for re-appointment

Particular	Number of votes cast through			Total in Percentage (%)
	Poll at AGM	Remote e-Voting	Total	
Assent	77285	51877308	51954593	100
Dissent	-	-	-	-
Invalid Votes	-	-	-	-
Total	77285	51877308	51954593	100

Item No. 4- Ordinary Resolution

To ratify the appointment of Statutory Auditors of the Company, and to fix their Remuneration

Particular	Number of votes cast through			Total in Percentage (%)
	Poll at AGM	Remote e-Voting	Total	
Assent	77285	51877308	51954593	100
Dissent	-	-	-	-
Invalid Votes	-	-	-	-
Total	77285	51877308	51954593	100

Item No. 5- Special Resolution

To re-appoint Mr. Rajat Agrawal having DIN: 00855284 as Managing Director of the Company for a period of three years w.e.f. 25th September, 2015

Particular	Number of votes cast through			Total in Percentage (%)
	Poll at AGM	Remote e-Voting	Total	
Assent	77285	51877308	51954593	100
Dissent	-	-	-	-
Invalid Votes	-	-	-	-
Total	77285	51877308	51954593	100





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Item No. 6- Ordinary Resolution

To fix Remuneration of the Cost Auditor for financial year ending 31st march, 2017

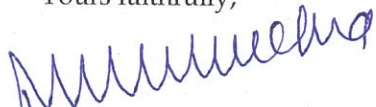
Particular	Number of votes cast through			Total in Percentage (%)
	Poll at AGM	Remote e-Voting	Total	
Assent	77285	51877308	51954593	100
Dissent	-	-	-	-
Invalid Votes	-	-	-	-
Total	77285	51877308	51954593	100

After the aforesaid scrutiny of the voting process (remote e-Voting and Polling), I report that all the resolutions stand passed based on combined result (e-voting and Poll) with the requisite majority.

I have handed over the Polling Papers and other related papers/registers and records as well as report of remote e-Voting for safe custody to the Company Secretary of the Company, authorised by the Board.

You may accordingly declare the result of the voting (e-Voting and Poll) of the 24th AGM of the Company.

Thanking you,
Yours faithfully,


Pradeep Pincha
Practising Company Secretary

M. No.: FCS 5369

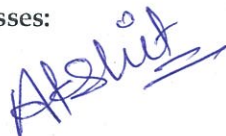
C. P. No.: 4426



Dated: 06.08.2016

Place: Jaipur

Witnesses:

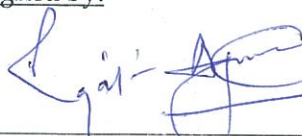


1. Mr. Akshit Kr. Jangid
Add: 108, Shree Mansion,
G-23, Kamla Marg, C-Scheme,
Jaipur-302001 (Rajasthan)



2. Mr. Lokesh Sharma
Add: 108, Shree Mansion,
G-23, Kamla Marg, C-Scheme,
Jaipur-302001 (Rajasthan)

Countersigned by:





R.A.