



Kulbushan D. Rane
B.Com., ACS

K. D. RANE & ASSOCIATES
COMPANY SECRETARIES

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Consolidated Scrutinizer's Report

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

March 30, 2018

To

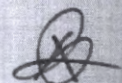
The Chairman of the Extra-Ordinary General Meeting ('EGM') of the Equity Shareholders of Vascon Engineers Limited held on March 29, 2018 held at Vascon Weikfield Chambers, Opp. Hotel Hyatt, Behind Hotel Novotel, Pune-Nagar Road, Viman Nagar, Pune – 411014.

Dear Sir

1. By the resolution passed by the Board of Directors of Vascon Engineers Limited ('the Company') at its meeting held on, February 13, 2018, I was appointed as "Scrutinizer" for the purpose of:
 - a. Scrutinizing the e-voting process (remote e-voting) under the provisions of section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('the Rules') and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and

Items of the Notice	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.
Item No. 1 – To authorise the Board of Directors (The Board) to issue Securities, for an aggregate amount of upto Rs. 100 Crores (One Hundred Crores only) by way of Equity Shares and/or Non-Convertible Debentures and/or Preference Shares and/or Bonds and/or any other securities as may be	71912575	99.9984%	1123	0.0016%	2000

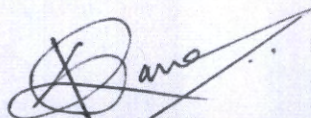
- b. Poll through physical ballot paper under the provisions of section 109 of the Act read with Rule 21 of the Rules, on the resolutions contained in the notice to the EGM of the Equity Shareholders of the Company held on March 29, 2018 held at Vascon Weikfield Chambers, Opp. Hotel Hyatt, Behind Hotel Novotel, Pune-Nagar Road, Viman Nagar, Pune – 411014.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules relating to voting through electronic means [i.e. by remote e-voting and voting by poll by using physical ballot papers at the EGM] for the resolutions contained in the Notice to the EGM of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting) and physical ballot papers at the EGM, is restricted to make a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Karvy Computershare Private Limited ('Karvy'), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means, and based on the examination of the physical ballot papers through which votes were cast by the members at the EGM.
3. I have issued separate Scrutinizer's Report dated March 30, 2018 on the remote e-voting and on the poll through physical ballot papers on the resolutions contained in the notice to the EGM. I submit herewith my consolidated scrutinizer's report on the results of voting through electronic means (i.e. by remote e-voting) and through physical ballot papers at the EGM as under:-



<p>permitted, by way of public or private offering, including through a Qualified Institutional Placement (QIP) or any combination thereof, or any other method as may be permitted under applicable laws. (As a Special Resolution)</p>					
<p>RESOLUTION PASSED WITH REQUISITE MAJORITY</p>					

4. The electronic data and all other relevant records relating to the e-voting and voting at EGM through physical ballot papers, are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the EGM.

Thanking You



Kulbhushan D Rane

Place: Pune





VASCON

	VASCON ENGINEERS LTD
Date of the AGM/EGM	29-03-2018
Total number of shareholders on record date	38511
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	7
Public:	42
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable





VASCON

Resolution No.	1							
Resolution required: (Ordinary/ Special)	SPECIAL - To authorise the Board of Directors (The Board) to issue Securities, for an aggregate amount of upto Rs.100 Crores (One Hundred Crores Only) by way of equity shares and/or Non-Convertible Debentures and/or Preference Shares and/or bonds and/or any other securities as may be permitted, by way of public or private offering, including through a Qualified Institutional Placement (QIP) or any combination thereof, or any other method as may be permitted under applicable laws							
Whether promoter/ promoter group are interested in the agenda/resolution ?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	61007102	60795987	99.6540	60795987	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		60795987	99.654	60795987	0	100	0
Public- Institutions	E-Voting	1179953	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	111949661	10248634	9.1547	10247511	1123	99.9890	0.0109
	Poll		869077	0.7763	869077	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		11117711	9.931	11116588	1123	99.9899	0.0101
Total	174136716	71913698	41.2973	71912575	1123	99.9984	0.0016	

