



Umesh P. Maskeri B.Sc., CAIIB, L.Lb, FCS, PGDSL
Practicing Company Secretary

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SCRUTINIZER'S REPORT FOR POSTAL BALLOT

To
The Chairman
Miven Machine Tools Limited
Tarihal Industrial Area, Tarihal
Hubli-580026

September 07, 2019

Dear Sir,

- 1) I, Umesh P. Maskeri, Practicing Company Secretary, was appointed as a Scrutinizer by the Board of Directors of Miven Machine Tools Limited ("The Company") at its meeting held on July 15, 2019, pursuant to the provisions of Section 110 of the Companies Act, 2013 read with the Rule 22 of the Companies (Management and Administration) Rules, 2014 to scrutinize votes cast electronically i.e. through Remote E-voting as well as through Postal Ballot on the items of business set out in the Notice of Postal Ballot dated July 15, 2019. .
- 2) The Company has informed that it has, to its Members, whose names appeared in the Register of Members as on Friday, the August 02, 2019:
 - (i) Completed dispatch by Speed Post on August 5, 2019 of the Postal Ballot Notice and Ballot Form along with postage prepaid business reply envelope;
 - (ii) Sent by electronic mail of Postal Ballot Notice and ballot forms to its Members on August 5, 2019 , and who had registered their email ID with the Company/ Depositories.
- 3) In terms of Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014, the Company had duly released an advertisement intimating the voting through Postal Ballot and Remote E-voting and dispatch of Notice, in the following newspapers, which are having wide circulation in the state of Karnataka:
 - i) English Newspaper viz. Financial Express dated August 8, 2019 and;
 - ii) in Kannada Newspaper viz. "Hosa Digantha" dated August 08, 2019
4. In compliance with the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, the Company had provided Remote E-Voting facility to cast vote on the resolution through the electronic voting platform of Central Depository Services Limited ("CDSL").

Umesh P. Maskeri





5. The postal ballot programme including the remote E-Voting facility remained open during the period from 10A.M. on Friday, August 09, 2019 to 5:00 P.M. (IST) on Saturday, the September 07, 2019. During this period, Members of the Company, holding shares in physical and/or in dematerialized form, as on the cut-off date i.e. Friday, August 02, 2019 were entitled to vote on the resolution set out in the Notice of Postal Ballot covered under the EVSN 190727001.
6. The e-voting module of Central Depository Services Limited ("CDSL") for the said EVSN was disabled by CDSL on September 07, 2019 at 5.00 P.M. and was unblocked thereafter by me in the presence of 2 witnesses, who are not in the employment of Miven Machine Tools Limited.
7. The Postal Ballot Forms were kept under my safe custody before commencing the scrutiny of such Postal Ballot forms.
8. The Company has informed that BgSE Financials Limited the Registrar and Transfer Agents of the Company, has verified the specimen signatures on the postal ballot forms received from the Members and further that the specimen signatures tallied with the specimen signatures as per the records maintained by the Company/ Registrar and Transfer Agents, except in one case.
9. The signature of the shareholder differed substantially as compared with the specimen signature recorded with the Company in respect of one postal ballot form, which accounted for 100 (equity shares) votes, has been rejected and has been found to be invalid.
10. The Summary of votes cast by Remote E-Voting and by Postal Ballot Forms is given below:

A) Resolution No 1 :Special Resolution :

Sale of Substantially the whole of the undertaking comprising of land not exceeding 7.5 acres situated at survey No 92/1 and 92/2 at Tarihal Industrial Area, Tarihal, Hubli pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013:

	Postal Ballot		Remote E-voting		Total		% of Total Votes
	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	
Votes in favour of Resolution	38	2409036	3	850	41	2409886	99.97
Votes Against Resolution	5	500	0	0	0	500	0.03
Total	43	2409536	3	850	41	2410386	100

Result: Passed with requisite majority

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Practicing Company Secretary

11. Register of Postal ballot and all other relevant records of voting process given/ provided/ maintained in electronic mode and the Postal Ballots Forms will remain in my custody until the Chairman considers, approves and signs the Minutes of the Postal Ballot and the same shall be handed over thereafter to the Chairman/ Company Secretary/any other Person Authorized by him.

Thanking you
Yours faithfully,

UMESH P MASKERI
PRACTICING COMPANY SECRETARY
Certificate of Practice No 12704

Place : Mumbai
Date :September 07, 2019



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