

**SHAILESH INDAPURKAR & ASSOCIATES  
COMPANY SECRETARIES**

Radha Ramkrishna Society, Flat No.5,  
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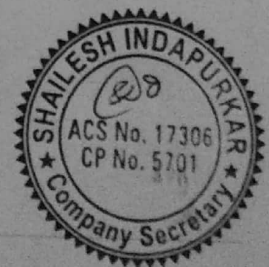
Scrutinizer(s) Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies  
(Management and Administration) Rules, 2014]

To,  
The Chairman  
58<sup>th</sup> Annual General Meeting of the Equity shareholders  
Of **Atlas Copco (India) Limited**  
Dear Sir,

I, Shailesh Dilip Indapurkar, Proprietor, Shailesh Indapurkar & Associates, Company Secretaries, Pune having its office at Radha Ramkrishna Society, Flat No.5, 1<sup>st</sup> Floor, 1626, Sadashiv Peth, Gopal Gayan Samaj Road, Pune 411 030, have been appointed as scrutinizer of Atlas Copco (India) Limited ("the company") having its Registered Office Address at Seveanagar, Mumbai-Pune road, Dapodi, Pune-411012 for the purpose of scrutinizing the e-voting process and ballot process in a fair and transparent manner & ascertaining the requisite majority on e-voting carried out as per the provisions of Companies Act, 2013 read with rules i.e. Companies (Management and Administration) Rules, 2014 on below mentioned resolution(s), at the 58<sup>th</sup> Annual General Meeting of the Equity shareholders of **Atlas Copco (India) Limited** held on Tuesday the 11<sup>th</sup> day of September, 2018 at Sumant Moolgaokar Auditorium, Maharashtra Chamber of Commerce, Industries and Agriculture, MCCIA Trade Tower, International Convention centre, A Wing, Senapati Bapat Road, Pune, 411016. We submit our report as under:

1. The e-voting period remained open from 8<sup>th</sup> September, 2018 to 10<sup>th</sup> September, 2018 (Both days inclusive).
2. The shareholders holding shares as on the "cut off" date i.e. 5<sup>th</sup> September, 2018 were entitled to vote through e-voting and those who were present on the date of the AGM, and not opted to vote through e-voting process were entitled to vote through ballot process on the proposed resolutions (Item no.1 to 6 as set out in the Notice of the 58<sup>th</sup> AGM of **Atlas Copco (India) Limited**).
3. The votes were unblocked on Tuesday the 11<sup>th</sup> day of September, 2018 at around 11.00 A.M in the presence of two witnesses, Ms. Amruta Sankpal and Mr. Siju Mathew who are not in the employment of the company.



Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "for" and "Against", were downloaded from the e-voting website of <https://evoting.karvy.com/>

5. Further, on the date of the Annual General Meeting, 39 shareholders voted through ballot process.
6. The result of the e-voting as well as ballot processes as under:

**Resolution 1** –To receive, consider and adopt the financial statements of the Company for the year ended 31st March 2018 and the Auditors' and Directors' Report thereon.

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favor of resolution	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Ballot	39	21737237	100%
<b>TOTAL</b>	<b>39</b>	<b>21737237</b>	<b>100%</b>

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Ballot	NIL	NIL	NIL
<b>TOTAL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

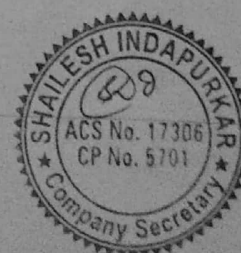
(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	NIL	NIL
Ballot	NIL	NIL

**Resolution 2** –To declare final dividend on equity shares

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favor of resolution	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Ballot	39	21737237	100%
<b>TOTAL</b>	<b>39</b>	<b>21737237</b>	<b>100%</b>



(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Ballot	NIL	NIL	NIL
<b>TOTAL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	NIL	NIL
Ballot	NIL	NIL

**Resolution 3:** To appoint a Director in place of Mr. H. O. Meyer (DIN: 01385028) who retires by rotation and being eligible, offers himself for re-appointment

(i) Voted in favor of the resolution:

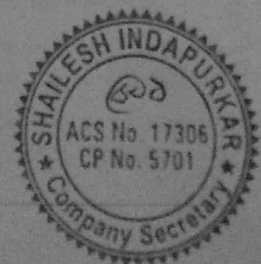
Type of Voting	Number of members voted	Number of votes cast in favor of resolution	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Ballot	38	21735685	99.99%
<b>TOTAL</b>	<b>38</b>	<b>21735685</b>	<b>99.99%</b>

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Ballot	1	1552	0.01%
<b>TOTAL</b>	<b>1</b>	<b>1552</b>	<b>0.01%</b>

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	NIL	NIL
Ballot	NIL	NIL



**Resolution 4:** To appoint Auditors and to fix their remuneration.

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favor of resolution	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Ballot	38	21737236	100%
<b>TOTAL</b>	<b>38</b>	<b>21737236</b>	<b>100%</b>

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Ballot	NIL	NIL	NIL
<b>TOTAL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	NIL	NA
Ballot	1	1

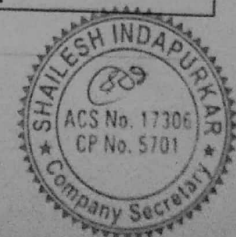
**Resolution 5-** To ratify and confirm the remuneration and appointment of Cost Auditors for Financial Year 2018-2019 as approved by the Board of Directors.

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favor of resolution	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Ballot	38	21737236	100%
<b>TOTAL</b>	<b>38</b>	<b>21737236</b>	<b>100%</b>

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Ballot	NIL	NIL	NIL
<b>TOTAL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>



(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	NIL	NIL
Ballot	1	1

**Resolution 6** To approve payment of commission to independent Directors pursuant to sections 197, 198 and other applicable provisions of the Companies Act, 2013 and rules thereunder

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favor of resolution	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Ballot	36	21735683	99.99%
<b>TOTAL</b>	<b>36</b>	<b>21735683</b>	<b>99.99%</b>

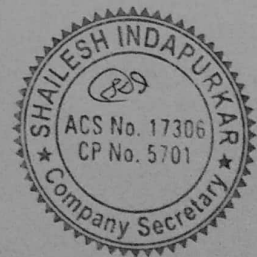
(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Ballot	1	1552	0.01%
<b>TOTAL</b>	<b>1</b>	<b>1552</b>	<b>0.01%</b>

(iii) Invalid votes:

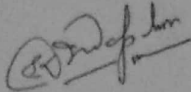
Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	NIL	NIL
Ballot	2	2

7. Based on the above facts, all resolutions may be considered as passed with requisite majority as per the provisions of the Companies Act, 2013



8. Voting register and other papers shall remain in safe custody of the scrutinizer until the chairman considers, approves, signs the Minutes of the aforesaid Annual General Meeting and the same shall be handed over to the Company Secretary for safe keeping.

Thanking you,  
Yours faithfully,



CS Shailesh Indapurkar  
Scrutinizer  
Place: Pune.  
Date: 12 Sep 2018

