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SCRUTINIZER'S REPORT FOR E-VOTING AND POSTAL BALLOT
(IN LIEU OF E-VOTING AT THE AGM)

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the
Companies (Management and Administration) Rules, 2014 and Clause 35B of the
Listing agreement]

To
The Chairman
37th Annual General Meeting of the Equity Shareholders of
M/s. REVATHI EQUIPMENT LIMITED
(L29120TZ1977PLC000780)
To be held on Monday the 29th day of September, 2014 at 02.30 pm at
the Registered Office of the Company at Pollachi Road, Malumichampatti PO,
Coimbatore - 641050, Tamil Nadu, India

Dear Sir,

Sub: Scrutinizer's Report on e-voting / Postal Ballot process (in lieu of e-voting at the AGM) for the shareholders who do not have access to e-voting, conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement - Reg.

I, M D Selvaraj, FCS, Proprietor of M/s. MDS & Associates, Company Secretaries, Coimbatore have been appointed by the Board of Directors of M/s. REVATHI EQUIPMENT LIMITED ("the Company") as a Scrutinizer for the purpose of scrutinizing the e-voting process and to scrutinize the Postal Ballot (in lieu of e-voting at the AGM) forms received from the shareholders in a fair and transparent manner and ascertaining the requisite majority on the e-voting and Postal Ballot carried out in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement, on the Resolution(s) as set out in the Notice convening 37th Annual General Meeting (AGM) of the Company to be held on Monday the 29th day of September, 2014 at 02.30 pm at the Registered Office of the Company at Pollachi Road, Malumichampatti PO, Coimbatore - 641050, Tamil Nadu, India



Responsibility of the Management

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through electronic means and Postal Ballot (in lieu of e-voting at the AGM) on the Resolution(s) as set out in the Notice convening the 37th Annual General Meeting dated 8th August 2014.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the e-voting process and for the Postal Ballot (in lieu of e-voting at the AGM) at the 37th Annual General Meeting, is restricted to the preparation of the Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) set out in the Notice convening the 37th Annual General Meeting, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the Authorised Agency engaged by the Company for providing e-voting facilities and of the Postal Ballot forms received up to 25th September 2014.

Further in addition to the above, I submit my report as under:

- The Notice dated 8th August 2014 convening Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Companies Act, 2013 along with the Postal Ballot forms (in lieu of e-voting at AGM) were sent to the Shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company to be held on 29th September 2014.
- The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by the Shareholders of the Company. The Company has also provided to the shareholders who do not have access to e-voting to send their voting in writing on a Postal Ballot (in lieu of e-voting at the AGM) in terms of the provisions of Clause 35B of the Listing Agreement entered into with the National Stock Exchange of India Limited (NSE), Mumbai and BSE Limited (BSE), Mumbai.
- The shareholders of the Company holding shares as on the "cut-off" date of 22nd August 2014 were entitled to vote on the proposed resolutions as set out in item nos. 1 to 13 in the Notice of the 37th AGM of M/s. Revathi Equipment Limited.



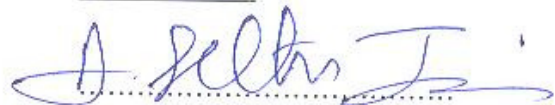
- The voting period for e-voting commenced on Tuesday, 23rd September 2014 at 09:00 am and ended on Thursday, 25th September 2014 at 05:00 pm. The Postal Ballot forms received upto 05:00 pm on Thursday, 25th September 2014 were considered for my scrutiny.
- I, as the Scrutinizer, unblocked the votes cast, on 25th September 2014 at 05:34 pm in the presence of Ms. Prerna Maheshwari (the undersigned as Witness No.1) and Mr. A. Selten Jayaraj (the undersigned as Witness No.2), who are not in employment of the Company in accordance with Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014.

Witness No.1


.....

Name: Ms. Prerna Maheshwari

Witness No.2


.....

Name: Mr. A. Selten Jayaraj

I now hereby submit my Consolidated Report on the Result of the E-voting together with that of the Postal ballot (in lieu of e-voting at the AGM) in respect of the said Resolution(s), as under:



Item No.1

ORDINARY RESOLUTION:

To receive, consider and adopt the Balance Sheet as at 31st March 2014 and the Statement of Profit and Loss for the year ended on that date and the Report of the Directors and Auditors thereon

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	5	22,26,804	100.00%
Postal ballot (in lieu of e-voting at the AGM)	51	12,057	97.46%
Total Voting	56	22,38,861	99.99%

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	1	5	Negligible
Postal ballot (in lieu of e-voting at the AGM)	6	314	2.54%
Total Voting	7	319	0.01%

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	21	0.17%
Total Voting	3	21	Negligible



Item No.2**ORDINARY RESOLUTION:**

To appoint a Director in the place of Mr. Chaitanya Dalmia (holding DIN 00028402), who retires by rotation and being eligible, offers himself for re-appointment

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	6	22,26,809	100.00%
Postal ballot (in lieu of e-voting at the AGM)	51	12,197	98.59%
Total Voting	57	22,39,006	99.99%

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	6	174	1.41%
Total Voting	6	174	0.01%

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	21	0.17%
Total Voting	3	21	Negligible



Item No.3

ORDINARY RESOLUTION:

To appoint a Director in the place of Mr. P. M. Rajanarayanan (holding DIN 00016667), who retires by rotation and being eligible, offers himself for re-appointment.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	6	22,26,809	100.00%
Postal ballot (in lieu of e-voting at the AGM)	51	12,197	98.59%
Total Voting	57	22,39,006	99.99%

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	6	174	1.41%
Total Voting	6	174	0.01%

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	21	0.17%
Total Voting	3	21	Negligible



Item No.4

ORDINARY RESOLUTION:

To appoint Lodha & Co. (FRN: 301051E), Kolkata, Chartered Accountants, as Statutory Auditors for a period of one year from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	6	22,26,809	100.00%
Postal ballot (in lieu of e-voting at the AGM)	54	12,314	99.54%
Total Voting	60	22,39,123	100.00%

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	57	0.46%
Total Voting	3	57	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	21	0.17%
Total Voting	3	21	Negligible



SPECIAL BUSINESS:**Item No.5****SPECIAL RESOLUTION:**

To appoint Mr. B. D. Narang (holding DIN 00038052) as an Independent Director of the Company with effect from 29th September 2014 to hold office for five consecutive years for a term up to 28th September 2019.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	6	22,26,809	100.00%
Postal ballot (in lieu of e-voting at the AGM)	54	12,314	99.54%
Total Voting	60	22,39,123	100.00%

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	57	0.46%
Total Voting	3	57	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	21	0.17%
Total Voting	3	21	Negligible



Item No.6**SPECIAL RESOLUTION:**

To appoint Mr. S. C. Katyal (holding DIN 00614377) as an Independent Director of the Company with effect from 29th September 2014 to hold office for five consecutive years for a term up to 28th September 2019.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	6	22,26,809	100.00%
Postal ballot (in lieu of e-voting at the AGM)	54	12,314	99.54%
Total Voting	60	22,39,123	100.00%

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	57	0.46%
Total Voting	3	57	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	21	0.17%
Total Voting	3	21	Negligible



Item No.7**SPECIAL RESOLUTION:**

To appoint Mr. B. V. Ramanan (holding DIN 00934602) as an Independent Director of the Company with effect from 29th September 2014 to hold office for five consecutive years for a term up to 28th September 2019.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	6	22,26,809	100.00%
Postal ballot (in lieu of e-voting at the AGM)	53	12,284	99.30%
Total Voting	59	22,39,093	100.00%

VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	4	87	0.70%
Total Voting	4	87	<i>Negligible</i>

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	21	0.17%
Total Voting	3	21	<i>Negligible</i>



Item No.8

ORDINARY RESOLUTION:

To appoint Mrs. Deepali Dalmia (DIN 00017415) as a Director of the Company

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	6	22,26,809	100.00%
Postal ballot (in lieu of e-voting at the AGM)	47	10,932	88.37%
Total Voting	53	22,37,741	99.94%

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	10	1,439	11.63%
Total Voting	10	1,439	0.06%

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	21	0.17%
Total Voting	3	21	Negligible



Item No.9**SPECIAL RESOLUTION:**

To alter Article(s) 132 and 144 of Articles of Association of the Company

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	6	22,26,809	100.00%
Postal ballot (in lieu of e-voting at the AGM)	52	12,198	98.60%
Total Voting	58	22,39,007	99.99%

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	5	173	1.40%
Total Voting	5	173	0.01%

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	21	0.17%
Total Voting	3	21	Negligible



Item No.10**SPECIAL RESOLUTION:**

To authorize the Board of Directors to borrow monies in excess of the paid-up capital and free reserves of the Company pursuant to Section 180(1)(c) of the Companies Act, 2013

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	4	22,26,003	99.96%
Postal ballot (in lieu of e-voting at the AGM)	54	12,314	99.54%
Total Voting	58	22,38,317	99.96%

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	2	806	0.04%
Postal ballot (in lieu of e-voting at the AGM)	3	57	0.46%
Total Voting	5	863	0.04%

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	21	0.17%
Total Voting	3	21	Negligible



Item No.11**SPECIAL RESOLUTION:**

To authorize the Board of Directors to mortgage or to create charge, mortgage and/or hypothecate the whole of or substantially the whole of the undertakings of the Company pursuant to Section 180(1)(a) of the Companies Act, 2013

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	4	22,26,003	99.96%
Postal ballot (in lieu of e-voting at the AGM)	53	12,304	99.46%
Total Voting	57	22,38,307	99.96%

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	1	801	0.04%
Postal ballot (in lieu of e-voting at the AGM)	4	67	0.54%
Total Voting	5	868	0.04%

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	21	0.17%
Total Voting	3	21	Negligible

- One Shareholder holding 5 equity shares has abstained from e-voting



Item No.12**SPECIAL RESOLUTION:**

To pay special allowance to Mr. S. Hariharan, Whole-time Director & CFO of the Company for the financial year 2013-14

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	6	22,26,809	100.00%
Postal ballot (in lieu of e-voting at the AGM)	47	11,704	94.61%
Total Voting	53	22,38,513	99.97%

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	10	667	5.39%
Total Voting	10	667	0.03%

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	21	0.17%
Total Voting	3	21	Negligible



Item No.13**SPECIAL RESOLUTION:**

To approve the waiver from recovery of excess remuneration paid to Mr. Abhishek Dalmia, Executive Chairman of the Company for the financial year 2013-14

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	5	22,26,008	99.96%
Postal ballot (in lieu of e-voting at the AGM)	41	10,075	84.45%
Total Voting	46	22,36,083	99.88%

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	1	801	0.04%
Postal ballot (in lieu of e-voting at the AGM)	15	1,855	15.55%
Total Voting	16	2,656	0.12%

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	4	462	3.73%
Total Voting	4	462	0.02%

Date : 27th September 2014

Place : Coimbatore

M. D. Selvaraj
MDS & ASSOCIATES
 Prop : M.D.SELVARAJ M.Com, MBA,FCS,
 COMPANY SECRETARY IN PRACTICE
 FCS - 960, CP - 411
 "SURYA" 35, MAYFLOWER AVENUE
 SOWRIPALAYAM ROAD, COIMBATORE - 641 028