

MURLIDHAR ROONGTA

Company Secretary

A6/1-2 Jeevan Bima Nagar

Borivali (W)

Mumbai 400 103

Consolidated Scrutinizer's Report

(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment rules, 2015)

To

The Director

Bombay Wire Ropes Limited

CIN: L24110MH1961PLC011922

401/405, Jolly Bhavan-1,

10, New Marine Lines,

Mumbai – 400 020

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting and voting by means of Ballot Paper at the 56th Annual General Meeting of The Bombay Wire Ropes Limited held on 29th September, 2017 at Kasliwal Board Room, The Maharashtra Chamber of Commerce, 6th Floor, Oricon House, 12, Rampart Row, Fort, Mumbai 400 023 at 2.00 p.m.

I, Murlidhar Roongta (FCS No. 3330, CP9656) Practicing Company Secretary was appointed as a Scrutinizer, by the Board of Directors of **Bombay Wire Ropes Limited** (Company) at its meeting held on 29th September, 2017, in terms of the provisions of Section 108 of the Companies Act, 2013 ("Act"), read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 for the purpose of Scrutinizing and ascertaining the results of voting by electronic means i.e. remote e-voting and voting through Physical Ballot Paper at the 56th Annual General Meeting (AGM) of the Company on the Resolutions set out in the Notice dated 31st July, 2017 of AGM of the Company held on **Friday, the 29th September, 2017 at Kasliwal Board Room, The Maharashtra Chamber of Commerce, 6th Floor, Oricon House, 12, Rampart Row, Fort, Mumbai 400 023 at 2.00 p.m.**

1. The Notice dated 31st July, 2017 convening AGM of the Company along with the Statement under Section 102 of the Act was sent on 25th August, 2017 to those Shareholders whose names appeared in the Register of Members/Beneficial Owners as on 18th August, 2017 in respect of the Resolutions to be passed at the said AGM of the Company and an Advertisement was published in "Business Standard, Mumbai", (English Edition) and Mumbai Lakshadeep, Mumbai (Marathi Edition) on 4th September, 2017, pursuant to Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015.
2. The Company had availed the remote e-voting facility provided by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company. The Company had also provided voting facility to the Shareholders



present at the AGM to vote on the Resolutions set out in the Notice of the said AGM through Physical Ballot Paper, who were not able to cast their votes by means of remote e-voting prior to the AGM.

3. The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules made thereunder relating to remote e-voting and voting through Physical Ballot Paper at the AGM on the Resolutions contained in the Notice of the said AGM. My responsibility as a Scrutinizer of the remote-e-voting process and voting through Physical Ballot Paper at the said AGM is only restricted towards making of a Consolidated Scrutinizer(s) Report of the total votes, cast "in favour" and "against" the Resolutions after taking the effect of "invalid" and "abstained" votes polled by the Members in respect of the said Resolutions set forth in the Notice of the said AGM of the Company.
4. Further to the above, I submit my report as under
 - i. The remote e-voting period commenced on 26th September, 2017 from 9.00 a.m. (IST) and ended on 28th September, 2017 at 5.00 p.m. (IST).
 - ii. The Shareholders who were holding shares of the Company as on the "cut-off" i.e., 22nd September, 2017 fixed by the Company, were entitled to vote on the Resolutions set out in the Notice dated 31st July, 2017 of AGM of the Company.
 - iii. After conclusion of voting by Physical Ballot Box was opened by me in presence of 2 (two) witnesses, Mr. Arun Agarwal, Mumbai and Mr. Rahul Jain, Mumbai, who were not in the employment of the Company and the voting was diligently scrutinized.
 - iv. The votes cast through remote e-voting facility were thereafter unlocked on 29th September, 2017 after conclusion of AGM, in the presence of 2 (two) witnesses, Mr. Arun Agarwal, Mumbai and Mr. Rahul Jain, Mumbai who were not in the employment of the Company.
 - v. The Report inter alia containing details such as list of Equity Share Holders, who voted "for" and "against", on each of the Resolutions that were put to vote and whose votes become invalid or who abstained from voting, in respect of Resolutions set out in the Notice dated 31st July, 2017 of the said AGM were generated from the e-voting website of CDSL i.e. <https://www.evotingindia.com>.
 - vi. The combined result of voting through electronic means, i.e. remote e-voting and voting through Physical Ballot Papers at the said AGM of the Company is as per Annexure 'A'.

Thanking you,

Yours faithfully,


Murlidhar Roongta,
Practicing Company Secretary
(Membership no. FCS3330)



Place : Mumbai
Date : 29th September, 2017

