DISA
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Ref: DIL/SEC/2017
Date: August 11, 2017

The Listing Manager
The Bombay Stock Exchange Limited,
1st Floor, Rotunda Building,
B S Marg, Fort,
Mumbai-400 001.

Telephone no: +91 22 2272 1233/1234
Fax no: +91 22 2272 1919

BSE Scrip Code: 500068
Name of the Company: Disa India Limited

Dear Sir,

SUB: Proceedings of 32nd Annual General Meeting and Voting Results

With reference to the above, the 32nd Annual General Meeting (AGM) of the Company was held on August 11, 2017. In this context, please find enclosed the following documents:

(1) Brief Proceedings of AGM as per Regulation 30 read with Schedule III, Para A, Part A, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – **Annexure 1.**

(2) Voting Results as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – **Annexure 2.**

(3) Report of Scrutinizer, pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014 – **Annexure 3.**

Kindly take this notice as compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,

Yours sincerely,

For Disa India Limited

G Prasanna Bairy
Company Secretary & Compliance Officer

ENCL: As above.

ANNEXURE - 1

Proceedings of 32nd Annual General Meeting (AGM) held on August 11, 2017

The 32nd AGM of the Members of DISA India Limited was convened at Hotel Vivanta By Taj, Yeshwanthpur, Bangalore – 560022. Mr. Andrew Thomas Carmichael Chaired the Meeting.

The quorum being present, the Chairman called the meeting to order. There were 24 Members present in person, including Corporate Representations, or through proxy and the quorum was present throughout the Meeting. Chairman delivered the speech to the Members. Chairman put forth the items to be transacted before the Meeting as set out in the Notice and invited the Members for queries, if any or to seek clarifications on the agenda items. The Chairman then requested Mr. Viraj Naidu, Director to respond to the members queries. Mr. Viraj Naidu responded to the queries/clarifications sought by the members.

The Members were informed about the remote e-voting facility, which was provided from August 8, 2017 (9 AM) to August 10, 2017 (5 PM) and voting through poll was also provided at the AGM to those members who did not cast their votes through remote e-voting.

The following items of businesses were transacted at the 32nd AGM:

Ordinary Business:

1. Adoption of the Financial Statements of the Company for the Financial Year ended March 31, 2017, together with the Reports of the Board of Directors and the Auditors thereon.
2. Appointment of Mr. Andrew Thomas Carmichael (DIN: 03634151) as a director, who retired by rotation at this Annual General Meeting and offered himself for reappointment.
3. Declaration of Dividend of Rs. 2.50/- per Equity Share of Rs. 10/- each (25%) for the financial year ended March 31, 2017.
4. Ratification of appointment of Statutory Auditors of the Company.

Special Business:

5. Ratification of remuneration of Cost Auditors.
6. Appointment of Mr. Lokesh Saxena (DIN: 07823712) as a Director of the Company.
7. Appointment of Mr. Lokesh Saxena (DIN: 07823712) as Managing Director of the Company.
8. Alteration of the Memorandum of Association of the Company.
9. Alteration of Articles of Association of the Company.
10. Approval of 'Material Related Party Transactions' for the Financial Year 2016-17 with DISA Industries A/S.
11. Approval of 'Material Related Party Transactions' in each Financial Year with DISA Industries A/S.
12. Approval of 'Material Related Party Transactions' in each Financial Year with DISA (Changzhou) Machinery Co., China.
13. Approval of 'Material Related Party Transactions' in each Financial Year with Wheelabrator Czech s.r.o.

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Chairman informed the Members that the Voting Results, along with Scrutinizer's Report, would be made available on the on the Company's website and also on the website of CDSL. The Voting Results would also be filed with BSE.

All the Resolutions (Ordinary/Special) for consideration at 32nd AGM, as set out in the Notice dated June 21, 2017, have been passed by the Members by the requisite majority through remote e-voting and voting at the AGM venue.

The meeting commenced at 11.00 AM and concluded by 12.30 PM.

For Disa India Limited

G Prasanna Bairy
Company Secretary & Compliance Officer

DISA India Limited
Registered office. 5th Floor, Kushal Garden Arcade,
1A Peenya Industrial Area, Peenya 2nd Phase,
Bangalore - 560058 INDIA
Tel: +91 80 4020 1400-04, Fax: +91 80 2839 1661
bangalore@noricangroup.com / www.disagroup.com
CIN L85110KA1984PLC006116

Norican Group is the parent company of DISA and Wheelabrator.

Manufacturing facilities:
Tumkur No 28-32, Satyamangala Industrial Area,
Tumkur- 572104, Tel: +91 816 6602000/01
tumkur@noricangroup.com
Hosakote: Plot No. 50, KIADB Industrial Area,
Hosakote-562114, Tel: +91 80 27971310/1516
hosakote@noricangroup.com

Regional contacts:
New Delhi - delhi@noricangroup.com
Kolkata – Kolkata@noricangroup.com
Pune – pune@noricangroup.com
Rajkot – Rajkot@noricangroup.com

Parts & Services: cdc.india@noricangroup.com

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ANNEXURE -2

Format for Voting Results

Date of AGM	August 11, 2017
Total number of shareholders on record date (being the cut-off date for determining shareholders entitled to vote – August 4, 2017)	2681
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	 2 22
No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	No video conferencing facility was provided.

General information about company	
Scrip code	500068
Name of the company	DISA INDIA LIMITED
Type of meeting	AGM
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	11-08-2017
Start time of the meeting	11:00 AM
End time of the meeting	12:30 PM

Voting results	
Record date	04-08-2017
Total number of shareholders on record date	2681
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	2
b) Public	22
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	13
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ADOPTION OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2017.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1088056	0	0	0	0	0	0
	Poll		1088056	100	1088056	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1088056	1088056	100	1088056	0	100	0
Public-Institutions	E-Voting	184079	174679	94.8935	174679	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	184079	174679	94.8935	174679	0	100	0
Public- Non Institutions	E-Voting	182070	61	0.0335	60	1	98.3607	1.6393
	Poll		1075	0.5904	1075	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	182070	1136	0.6239	1135	1	99.912	0.088
	Total	1454205	1263871	86.9115	1263870	1	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(1)		
Category	Mode of voting	
Promoter and Promoter Group	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Non Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
	Total	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF MR. ANDREW THOMAS CARMICHAEL WHO RETIRES BY ROTATION.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1088056	0	0	0	0	0	0
	Poll		1088056	100	1088056	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1088056	1088056	100	1088056	0	100	0
Public-Institutions	E-Voting	184079	182079	98.9135	182079	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	184079	182079	98.9135	182079	0	100	0
Public- Non Institutions	E-Voting	182070	61	0.0335	0	61	0	100
	Poll		1075	0.5904	1075	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	182070	1136	0.6239	1075	61	94.6303	5.3697
Total		1454205	1271271	87.4203	1271210	61	99.9952	0.0048
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(2)		
Category	Mode of voting	
Promoter and Promoter Group	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Non Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
	Total	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				DECLARATION OF DIVIDEND.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	1088056	0	0	0	0	0	0
	Poll		1088056	100	1088056	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1088056	1088056	100	1088056	0	100	0
Public- Institutions	E-Voting	184079	182079	98.9135	182079	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	184079	182079	98.9135	182079	0	100	0
Public- Non Institutions	E-Voting	182070	61	0.0335	60	1	98.3607	1.6393
	Poll		1075	0.5904	1075	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	182070	1136	0.6239	1135	1	99.912	0.088
	Total	1454205	1271271	87.4203	1271270	1	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(3)		
Category	Mode of voting	
Promoter and Promoter Group	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Non Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
	Total	

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				RATIFICATION OF APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	1088056	0	0	0	0	0	0
	Poll		1088056	100	1088056	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1088056	1088056	100	1088056	0	100	0
Public- Institutions	E-Voting	184079	182079	98.9135	182079	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	184079	182079	98.9135	182079	0	100	0
Public- Non Institutions	E-Voting	182070	61	0.0335	60	1	98.3607	1.6393
	Poll		1075	0.5904	1075	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	182070	1136	0.6239	1135	1	99.912	0.088
Total		1454205	1271271	87.4203	1271270	1	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(4)		
Category	Mode of voting	
Promoter and Promoter Group	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Non Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
	Total	

Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				RATIFICATION OF COST AUDITORS REMUNERATION.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	1088056	0	0	0	0	0	0
	Poll		1088056	100	1088056	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1088056	1088056	100	1088056	0	100	0
Public- Institutions	E-Voting	184079	182079	98.9135	182079	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	184079	182079	98.9135	182079	0	100	0
Public- Non Institutions	E-Voting	182070	61	0.0335	60	1	98.3607	1.6393
	Poll		1075	0.5904	1075	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	182070	1136	0.6239	1135	1	99.912	0.088
Total		1454205	1271271	87.4203	1271270	1	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(5)		
Category	Mode of voting	
Promoter and Promoter Group	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Non Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
	Total	

Resolution(6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF MR. LOKESH SAXENA (DIN 07823712) AS A DIRECTOR OF THE COMPANY.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	1088056	0	0	0	0	0	0
	Poll		1088056	100	1088056	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1088056	1088056	100	1088056	0	100	0
Public-Institutions	E-Voting	184079	182079	98.9135	182079	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	184079	182079	98.9135	182079	0	100	0
Public- Non Institutions	E-Voting	182070	61	0.0335	0	61	0	100
	Poll		1075	0.5904	1075	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	182070	1136	0.6239	1075	61	94.6303	5.3697
Total		1454205	1271271	87.4203	1271210	61	99.9952	0.0048
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(6)		
Category	Mode of voting	
Promoter and Promoter Group	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Non Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
	Total	

Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF MR. LOKESH SAXENA AS A MANAGING DIRECTOR OF THE COMPANY.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	1088056	0	0	0	0	0	0
	Poll		1088056	100	1088056	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1088056	1088056	100	1088056	0	100	0
Public- Institutions	E-Voting	184079	182079	98.9135	182079	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	184079	182079	98.9135	182079	0	100	0
Public- Non Institutions	E-Voting	182070	61	0.0335	0	61	0	100
	Poll		1075	0.5904	1075	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	182070	1136	0.6239	1075	61	94.6303	5.3697
Total		1454205	1271271	87.4203	1271210	61	99.9952	0.0048
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(7)		
Category	Mode of voting	
Promoter and Promoter Group	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Non Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
	Total	

Resolution(8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ALTERATION OF THE OBJECTS CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1088056	0	0	0	0	0	0
	Poll		1088056	100	1088056	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1088056	1088056	100	1088056	0	100	0
Public-Institutions	E-Voting	184079	182079	98.9135	182079	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	184079	182079	98.9135	182079	0	100	0
Public- Non Institutions	E-Voting	182070	61	0.0335	60	1	98.3607	1.6393
	Poll		1075	0.5904	1075	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	182070	1136	0.6239	1135	1	99.912	0.088
Total		1454205	1271271	87.4203	1271270	1	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(8)		
Category	Mode of voting	
Promoter and Promoter Group	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Non Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
	Total	

Resolution(9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ALTERATION OF ARTICLES OF ASSOCATION OF THE COMPANY.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1088056	0	0	0	0	0	0
	Poll		1088056	100	1088056	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1088056	1088056	100	1088056	0	100	0
Public-Institutions	E-Voting	184079	182079	98.9135	146763	35316	80.604	19.396
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	184079	182079	98.9135	146763	35316	80.604	19.396
Public- Non Institutions	E-Voting	182070	61	0.0335	60	1	98.3607	1.6393
	Poll		1075	0.5904	1075	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	182070	1136	0.6239	1135	1	99.912	0.088
Total		1454205	1271271	87.4203	1235954	35317	97.2219	2.7781
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(9)		
Category	Mode of voting	
Promoter and Promoter Group	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Non Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
	Total	

Resolution(10)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS FOR THE FINANCIAL YEAR 2016-17 WITH DISA INDUSTRIES A/S.					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1088056	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1088056	0	0	0	0	0	0
Public- Institutions	E-Voting	184079	182079	98.9135	182079	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	184079	182079	98.9135	182079	0	100	0
Public- Non Institutions	E-Voting	182070	61	0.0335	0	61	0	100
	Poll		1075	0.5904	1075	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	182070	1136	0.6239	1075	61	94.6303	5.3697
Total		1454205	183215	12.599	183154	61	99.9667	0.0333
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(10)		
Category	Mode of voting	
Promoter and Promoter Group	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Non Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
	Total	

Resolution(11)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS IN EACH FINANCIAL YEAR WITH DISA INDUSTRIES A/S.					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	1088056	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1088056	0	0	0	0	0	0
Public-Institutions	E-Voting	184079	182079	98.9135	182079	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	184079	182079	98.9135	182079	0	100	0
Public- Non Institutions	E-Voting	182070	61	0.0335	0	61	0	100
	Poll		1075	0.5904	1075	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	182070	1136	0.6239	1075	61	94.6303	5.3697
	Total	1454205	183215	12.599	183154	61	99.9667	0.0333
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(11)		
Category	Mode of voting	
Promoter and Promoter Group	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Non Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
	Total	

Resolution(12)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS IN EACH FINANCIAL YEAR WITH DISA (CHANGZHOU) MACHINERY CO, CHINA.					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1088056	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1088056	0	0	0	0	0	0
Public-Institutions	E-Voting	184079	182079	98.9135	182079	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	184079	182079	98.9135	182079	0	100	0
Public- Non Institutions	E-Voting	182070	61	0.0335	0	61	0	100
	Poll		1075	0.5904	1075	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	182070	1136	0.6239	1075	61	94.6303	5.3697
Total		1454205	183215	12.599	183154	61	99.9667	0.0333
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(12)		
Category	Mode of voting	
Promoter and Promoter Group	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Non Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
	Total	

Resolution(13)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS IN EACH FINANCIAL YEAR WITH WHEELABRATOR CZECH S.R.O.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1088056	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1088056	0	0	0	0	0	0
Public-Institutions	E-Voting	184079	182079	98.9135	182079	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	184079	182079	98.9135	182079	0	100	0
Public- Non Institutions	E-Voting	182070	61	0.0335	0	61	0	100
	Poll		1075	0.5904	1075	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	182070	1136	0.6239	1075	61	94.6303	5.3697
Total		1454205	183215	12.599	183154	61	99.9667	0.0333
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(13)		
Category	Mode of voting	
Promoter and Promoter Group	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Non Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
	Total	

DISA India Limited
Scrutinizer's Report on
32nd Annual General Meeting

Date of AGM: 11th August, 2017

Venue: Vivanta by Taj, Yeshwanthpur, Bangalore-560022

Date: 11. August.2017
Place: Bangalore

By:
Vijayakrishna K T
Practising Company Secretary
FCS.: 1788 CP.: 980
Tel: +91 80 23610847
Email: vijaykt@vjkt.in

VIJAYAKRISHNA K T
BBM, LLB, FCS, ACMA
Company Secretary

496/4, II Floor, 10th Cross
Near Bashyam Circle, Sadashivanagar,
Bangalore - 560 080, INDIA
Tel : +91 80 23610847, 41231106
e-mail : vijaykt@vjkt.in
ktvijaykrishna@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and the Companies (Management & Administration) Rules, 2014]

To
Mr. Andrew Thomas Carmichael
Chairman
DISA India Limited
Bangalore

Dear Sir,

I, Vijayakrishna KT, Company Secretary in Whole-Time Practice (FCS No 1788, CP No 980), having office at # 496/4, 2nd Floor, 10th Cross, Near Bashyam Circle, Sadashivanagar, Bangalore – 560 080 was duly appointed as Scrutinizer by DISA India Limited for the purpose of scrutinizing the voting through remote e-voting and through Ballot Papers at the 32nd Annual General Meeting held on 11th August, 2017, pursuant to Sections 108 and 109 of the Companies Act, 2013, read with Rule 20 and 21 of the Companies (Management & Administration) Rules, 2014 as amended from time to time and the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Management of the Company is responsible to ensure compliance of the requirements of the Companies Act, 2013 and Rules relating to voting through e-voting and Ballot Papers at the Annual General Meeting venue for the resolutions proposed in the notice of 32nd Annual General Meeting of the Members of the Company held on 11th August, 2017. My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for the votes casts in "favour" or "against" on the resolutions proposed in the Notice convening the 32nd Annual General Meeting of the Company, based on the Report provided by Central Depositary Services Limited (CDSL), the agency engaged by the Company to provide e-voting facility for voting through electronic means.

In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the e-voting was kept open for three days from 8th August, 2017 (9.00 A.M. IST) till 10th August, 2017 (5.00 P.M. IST) and Members

Vijayakrishna K.T., Company Secretary FCS - 1788 CP - 980 Bangalore

Res : No. 66, Sathyanarayana Layout, West of Chord Road, III Stage, Bangalore - 560 079, INDIA
Tel : +91 80 23221564, 41170761

were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform.

The Members holding Equity Shares as on the "cut-off date" i.e., 4th August, 2017 were entitled to vote on the resolutions proposed in the Notice calling the 32nd Annual General Meeting.

The Ballot register was prepared to record Equity Shareholders' Assent or Dissent, received mentioning the particulars of name, address, folio number or client id of the Shareholders, number of shares held by them, nominal value of such shares, whether the shares have differential voting rights, if any, details of Ballot Papers which are invalid.

The Ballot Papers received were scrutinized and reconciled with the records maintained by Registrar and Share Transfer Agent (RTA). The Ballot Papers which were unsigned and wrongly signed have been rejected and treated as invalid.

At the end of the voting period on 10th August, 2017 (5.00 P.M. IST), the voting portal of the service provider was blocked forthwith.

The votes cast were unblocked on 11th August, 2017 in the presence of Mr. Ganesh Hegde and Ms. Muktha. R, who acted as witnesses as prescribed under sub-rule 3(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

Thereafter, the details containing inter alia, the list of the Members, who voted "for" or "against" on each of the resolutions that were put to vote, were derived from the Ballot Papers as received and the report generated from the e-voting website Central Depository Services Limited (CDSL), i.e. www.evotingindia.com and based on such reports,

a. 6 members have cast their votes through remote e-voting.
b. 15 members have cast their votes through Ballot Papers at the Annual General Meeting.

The brief analysis of the results of the remote e-voting and Ballot Papers are as under:

Vijayakrishna. K.T. Company Secretary FCS No. 1788 CP - 980 Bangalore

ORDINARY BUSINESS:

Item No.1: Adoption of Financial Statements for the financial year ended 31st March, 2017:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		Ballot Papers		Total		
	No. of members voted	No. of Votes cast (shares)	No of membe rs voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	04	174739	13	1089131	17	1263870	99.999
Dissent	01	01	0	0	01	01	0.001
Total	05	174740	13	1089131	18	1263871	100.00
Abstained/ Invalid	01	7400	2	277	03	7677	NA

Item No. 2: Re-appointment of Mr. Andrew Thomas Carmichael (DIN: 03634151), who retires by rotation:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		Ballot Papers		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	4	182079	13	1089131	17	1271210	99.995
Dissent	2	61	0	0	2	61	0.005
Total	6	182140	13	1089131	19	1271271	100.00
Abstained/ Invalid	0	0	2	277	2	277	NA

Vijayakrishna, K.T., Company Secretary
FCS 1788
CP - 980
Bangalore

Item No. 3: Declaration of Dividend of Rs.2.50/- per Equity Share of Rs.10/- each:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		Ballot Papers		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	5	182139	13	1089131	18	1271270	99.999
Dissent	1	1	0	0	1	1	0.001
Total	6	182140	13	1089131	19	1271271	100.00
Abstained/ Invalid	0	0	2	277	2	277	NA

Item No. 4: Ratification of Appointment of Statutory Auditors:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		Ballot Papers		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	5	182139	13	1089131	18	1271270	99.999
Dissent	1	1	0	0	1	1	0.001
Total	6	182140	13	1089131	19	1271271	100.00
Abstained/ Invalid	0	0	2	277	2	277	NA

Vijayakrishna, K.T., Company Secretary
FCS - 1788
CP - 980
Bangalore

SPECIAL BUSINESS:

Item No.5: Ratification of remuneration of Cost Auditors:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		Ballot Papers		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	5	182139	13	1089131	18	1271270	99.999
Dissent	1	1	0	0	1	1	0.001
Total	6	182140	13	1089131	19	1271271	100.00
Abstained/ Invalid	0	0	2	277	2	277	NA

Item No. 6: Appointment of Mr. Lokesh Saxena (DIN: 07823712) as a Director of the Company:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		Ballot Papers		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	4	182079	13	1089131	17	1271210	99.995
Dissent	2	61	0	0	2	61	0.005
Total	6	182140	13	1089131	19	1271271	100.00
Abstained/ Invalid	0	0	2	277	2	277	NA

Vijayakrishna K.T., Company Secretary
FCS - 1788
CP - 980
Bangalore

Item No.7: Appointment of Mr. Lokesh Saxena (DIN: 07823712) as Managing Director of the Company:

Special Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		Ballot Papers		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	4	182079	13	1089131	17	1271210	99.995
Dissent	2	61	0	0	2	61	0.005
Total	6	182140	13	1089131	19	1271271	100.00
Abstained/ Invalid	0	0	2	277	2	277	NA

Item No.8: Alteration of the Objects Clause of the Memorandum of Association of the Company:

Special Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		Ballot Papers		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	5	182139	13	1089131	18	1271270	99.999
Dissent	1	1	0	0	1	1	0.001
Total	6	182140	13	1089131	19	1271271	100.00
Abstained/ Invalid	0	0	2	277	2	277	NA

Vijayakrishna. K.T., Company Secretaries
FCS - 1788
CP - 980
Bangalore

Item No.9: Alteration of Articles of Association of the Company:

Special Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		Ballot Papers		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	4	146823	13	1089131	17	1235954	97.222
Dissent	2	35317	0	0	2	35317	2.778
Total	6	182140	13	1089131	19	1271271	100.00
Abstained/ Invalid	0	0	2	277	2	277	NA

Item No.10: Approval for 'Material Related Party Transactions' for the Financial Year 2016-17 with DISA Industries A/S:*

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		Ballot Papers		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	4	182079	11	1075	15	183154	99.967
Dissent	2	61	0	0	2	61	0.033
Total	6	182140	11	1075	17	183215	100.00
Abstained/ Invalid	0	0	4	1088333	4	1088333	NA

Vijayakrishna, K.T., Company Secretary
FCS - 1788
CP - 980
Bangalore

Item No.11: Approval of 'Material Related Party Transactions' in each Financial Year with DISA Industies A/S:*

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		Ballot Papers		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	4	182079	11	1075	15	183154	99.967
Dissent	2	61	0	0	2	61	0.033
Total	6	182140	11	1075	17	183215	100
Abstained/ Invalid	0	0	4	1088333	4	1088333	NA

Item No.12: Approval of 'Material Related Party Transactions' in each Financial Year with DISA (Changzhou) Machinery Co., China:*

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		Ballot Papers		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	4	182079	11	1075	15	183154	99.967
Dissent	2	61	0	0	2	61	0.033
Total	6	182140	11	1075	17	183215	100
Abstained/ Invalid	0	0	4	1088333	4	1088333	NA

Vijayakrishna. K.T. Company Secretary
FCS - 1788
CP - 980
Bangalore

Item No.13: Approval of 'Material Related Party Transactions' in each Financial Year with Wheelabrator Czech s.r.o:*

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		Ballot Papers		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	4	182079	11	1075	15	183154	99.967
Dissent	2	61	0	0	2	61	0.033
Total	6	182140	11	1075	17	183215	100
Abstained/ Invalid	0	0	4	1088333	4	1088333	NA

* **Note:** Pursuant to provisions of the Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, DISA Holding A/S and DISA Holding A/G being "Related Parties", abstained from voting for the Item No.s 10, 11, 12 and 13.

Based on the foregoing, the resolution numbers from 01 to 13 may be deemed to have been **passed by requisite majority**.

All the relevant records relating to e-voting and Ballot Papers are under my safe custody and will be handed over to the Company Secretary of the Company for preserving safely.

Thanking You.
Yours Truly

Vijayakrishna KT, Company Secretary
FCS - 1788
CP - 980
Bangalore

Vijayakrishna KT
Practising Company Secretary
FCS No.: 1788
C. P. No.: 980

Date: 11.08.2017
Place: Bangalore

Witnesses: 1. Ganesh Hegde 2. Muktha R.

VIJAYAKRISHNA K T
BBM, LLB, FCS, ACMA
Company Secretary

496/4, II Floor, 10th Cross
Near Bashyam Circle, Sadashivanagar,
Bangalore - 560 080, INDIA
Tel : +91 80 23610847, 41231106
e-mail : vijaykt@vjkt.in
ktvijaykrishna@gmail.com

Form No. MGT-13

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and administration) Rules, 2014]

To
Mr. Andrew Thomas Carmichael
Chairman of the 32nd Annual General Meeting
DISA India Limited
5th Floor, Kushal Garden Arcade, 1A
Peenya Industrial Area
Peenya 2nd Phase
Bangalore- 560 058

Dear Sir,

I, Vijayakrishna K T, Practising Company Secretary, Bangalore, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the 32nd Annual General Meeting of the Equity Shareholders of DISA India Limited, held on 11th August, 2017, at Hotel Vivanta by Taj, Yeshwanthpur, Bangalore-560022, submit my report as under:

1. After the time fixed for closing of the Poll by the Chairman, Ballot Box kept for polling was locked in my presence.

2. The locked ballot box was subsequently opened in my presence and Ballot Papers were digitally scrutinized. The Ballot Papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.

3. The Ballot Papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

4. The results of the Poll is as under:

Vijayakrishna. K.T., Company Secretary
FCS - 1788
CP - 980
Bangalore

Res : No. 66, Sathyanarayana Layout, West of Chord Road, III Stage, Bangalore - 560 079, INDIA
Tel : +91 80 23221564, 41170761

ORDINARY BUSINESS:

1. Adoption of Financial Statements for the financial year ended 31st March, 2017 (Ordinary Resolution):

i. Voted **in favour** of the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
13	1089131	100.00

ii. Voted **against** the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
0	0	0

iii. **Invalid** votes:

No. of Ballot Papers	No. of Votes cast
2	277

2. Re-appointment of Mr. Andrew Thomas Carmichael (DIN: 03634151), who retires by rotation) (Ordinary Resolution):

i. Voted **in favour** of the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
13	1089131	100.00

ii. Voted **against** the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
0	0	0

Vijayakrishna. K.T., Company Secretary
FCS - 1788
CP - 980
* Bangalore *

iii. **Invalid** votes:

No. of Ballot Papers	No. of Votes cast
2	277

3. Declaration of Dividend of Rs.2.50/- per Equity Share of Rs.10/- each (Ordinary Resolution):

i. Voted **in favour** of the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
13	1089131	100.00

ii. Voted **against** the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
0	0	0

iii. **Invalid** votes:

No. of Ballot Papers	No. of Votes cast
2	277

4. Ratification of Appointment of Statutory Auditors (Ordinary Resolution):

j. Voted **in favour** of the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
13	1089131	100.00

ii. Voted **against** the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
0	0	0

Vijayakrishna. K.T., Company Secretary
FCS - 1788
CP - 980
Bangalore

iii. **Invalid** votes:

No. of Ballot Papers	No. of Votes cast
2	277

SPECIAL BUSINESS:

5. Ratification of remuneration of Cost Auditors (Ordinary Resolution):

i. Voted **in favour** of the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
13	1089131	100.00

ii. Voted **against** the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
0	0	0

iii. **Invalid** votes:

No. of Ballot Papers	No. of Votes cast
2	277

6. Appointment of Mr. Lokesh Saxena (DIN: 07823712) as a Director of the Company (Ordinary Resolution):

i. Voted **in favour** of the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
13	1089131	100.00

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ii. Voted **against** the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
0	00	NA

iii. **Invalid** votes:

No. of Ballot Papers	No. of Votes cast
2	277

7. Appointment of Mr. Lokesh Saxena (DIN: 07823712) as Managing Director of the Company (Special Resolution):

i. Voted **in favour** of the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
13	1089131	100.00

ii. Voted **against** the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
0	0	NA

iii. **Invalid** votes:

No. of Ballot Papers	No. of Votes cast
2	277

8. Alteration of the Objects Clause of the Memorandum of Association of the Company (Special Resolution):

i. Voted **in favour** of the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
13	1089131	100.00

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ii. Voted **against** the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
0	0	NA

iii. **Invalid** votes:

No. of Ballot Papers	No. of Votes cast
2	277

Item No.9: Alteration of Articles of Association of the Company (Special Resolution):

i. Voted **in favour** of the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
13	1089131	100.00

ii. Voted **against** the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
0	0	NA

iii. **Invalid** votes:

No. of Ballot Papers	No. of Votes cast
2	277

Item No.10: Approval for 'Material Related Party Transactions' for the Financial Year 2016-17 with DISA Industries A/S (Ordinary Resolution):

i. Voted **in favour** of the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
11	1075	100.00

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ii. Voted **against** the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
0	00	NA

iii. **Invalid/Abstained** votes:

No. of Ballot Papers	No. of Votes cast
4	1088333

Item No.11: Approval of 'Material Related Party Transactions' in each Financial Year with DISA Industies A/S (Ordinary resolution):

i. Voted **in favour** of the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
11	1075	100.00

ii. Voted **against** the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
0	00	NA

iii. **Invalid/Abstained** votes:

No. of Ballot Papers	No. of Votes cast
4	1088333

Item No.12: Approval of 'Material Related Party Transactions' in each Financial Year with DISA (Changzhou) Machinery Co., China (Ordinary Resolution):

i. Voted **in favour** of the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
11	1075	100.00

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Bangalore

ii. Voted **against** the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
0	0	0

iii. **Invalid/Abstained** votes:

No. of Ballot Papers	No. of Votes cast
4	1088333

Item No.13: Approval of 'Material Related Party Transactions' in each Financial Year with Wheelabrator Czech s.r.o (Ordinary Resolution):

i. Voted **in favour** of the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
11	1075	100.00

ii. Voted **against** the resolution:

No. of Ballot Papers	No. of Votes cast	% of total Valid Votes
0	00	NA

iii. **Invalid/Abstained** votes:

No. of Ballot Papers	No. of Votes cast
4	1088333

Vijayakrishna. K.T., Company Secretary
FCS - 1788
CP - 980
Bangalore

Yours Truly

Place: Bangalore
Date: 11.08.2017

Vijayakrishna KT
Practising Company Secretary
FCS No.: 1788
C. P. No.: 980