

Mahesh M. Darji

Practicing Company Secretary
B.Com, DBM, LLB, ACS

SCRUTINIZER'S REPORT (Consolidated)

To
The Chairman
MIRC Electronics Limited
Onida House, G-1, M.I.D.C,
Mahakali Caves Road,
Andheri (East),
Mumbai - 400093

Dear Sir,

1. The Company has appointed me (Mahesh Darji – Company Secretary in practice having membership no. FCS - 7175 and C.P. No. 7809) having address at c/o 211, Building No. 1, Sona Udyog Industrial Estate, Parsi Panchayat Road, Extension of Old Nagardas Road, Andheri (East), Mumbai – 400 069 as the Scrutinizer for the purpose of conducting the Postal Ballot Voting Process and E-voting process for obtaining approval of Shareholders of the Company in terms of SEBI Circular CIR/CFD/CMD/16/2015 dated 30th November, 2015 for the resolution as set out in the Postal Ballot notice dated 10th August, 2016.

2. I submit this consolidated report for voting conducted through postal ballot and e-voting read as under:

(a) The Company has provided facility to cast vote to all the public equity shareholders and has sent the notice of Postal Ballot electronically on 31st August, 2016 to such shareholders whose email IDs were registered with depository participants. For other shareholders, the Notice of Postal Ballot has been sent by permitted mode, dispatch of which was completed on 31st August, 2016.

(b) The voting period began at 9.00 a.m. on Thursday, 1st September, 2016 and ended at 5.00 p.m. on Friday, 30th September, 2016. The votes received electronically and through postal ballot from the Shareholders till Friday, 30th September, 2016 up to 5.00 p.m., being the last date and time fixed by the Company for e-voting and postal ballot were considered for our scrutiny.

(c) Particulars of all the votes received from the members have been entered in a register separately maintained for the purpose.

(d) The votes cast electronically and by Postal Ballot were duly scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company as provided by RTA as on 12th August, 2016.

C/o 211, Bldg. No.1, Sona Udyog Industrial Estate, Parsi Panchayat Road, Extn.
of Old Nagardas Road, Andheri (East), Mumbai - 400 069, (M) +91 9819196693



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01/10/16

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(e) The postal ballot papers were diligently scrutinized and reconciled with the records maintained by the Company / Registrars and Transfer Agents of the Company and the authorizations lodged with the Company.

(f) The postal ballot papers which were found defective because of signature mismatch, e-voting and non-shareholding have been treated as invalid and kept separately.

(g) The shareholders falling in the category of 'Public' only have been considered for the purpose of voting.

3. A summary of the votes cast through Postal Ballot and E-voting is given below:

Resolution No. 1

Approval of the Scheme of Amalgamation between Akasaka Electronics Limited and MIRC Electronics Limited.



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Particulars	Type of Votes	Number of shareholders casted votes	Representing No. of Equity shares of Re. 1 each
Total number of votes held by all shareholders /representatives who have cast votes	Postal Ballot	11	5373194
	e-Voting	79	487482
	Total	90	5860676
Total No. of votes found to be invalid and shareholders abstained (fully or partly) for voting	Postal Ballot	0	0
	e-Voting	0	0
	Total	0	0
Total number of valid votes cast by all shareholders / representatives	Postal Ballot	11	5373194
	e-Voting	79	487482
	Total	90	5860676
Less : Ballots clubbed on account of multiple folios	Postal Ballot	2	--
	e-Voting	1	--
	Total	3 *	--
Total no of shareholders voting validly	Postal Ballot	9	5373194
	e-Voting	78	487482
	Total	87	5860676
Total No. of votes FOR the Scheme	Postal Ballot	9	5373194
	e-Voting	68	484214
	Total	77	5857408
% of votes FOR of the Scheme (in terms of numbers / value of votes)	Postal Ballot	100%	100%
	e-Voting	87.18%	99.33%
	Total	88.50%	99.94%
Total No of votes AGAINST the Scheme	Postal Ballot	0	0
	e-Voting	10	3268
	Total	10	3268
% of votes AGAINST the Scheme (in terms of numbers / value of votes)	Postal Ballot	0%	0%
	e-Voting	12.82%	0.67%
	Total	11.50%	0.06%

* There are 3 shareholders (All in favour of the resolution) whose folio has been clubbed on account of multiple folios.



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4. You may accordingly declare the result of the voting through Postal Ballot and E-voting.

Thanking you,

Yours truly,



Mahesh Darji
Practicing Company Secretary
Membership No. FCS 7175
CP No. 7809

Place: Mumbai

Date: 04/10/16