

REPORT OF SCRUTINIZER(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,
Pace Automation Limited

The Chairman of 25th Annual General Meeting of the Equity Shareholders of M/sPace Automation Limited held on 28th September, 2015 at 3.00 A.M at Bharatiya Vidyabhavan, 20,22, East Mada Street, Mylapore, Chennai-600004

Dear Sir,

We M/s. Lakshmmi Subramanian & Associates were appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 25th Annual General Meeting of the Equity Shareholders of M/s Pace Automation Limited, held on 28th September, 2015 at 3.00 P.M at Bharatiya Vidyabhavan, 20,22, East Mada Street, Mylapore, Chennai-600004, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in our presence with due identification mark placed by us.
2. The locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Transfer Agents of the Company and the authorizations / proxies lodged with the company.
3. The poll papers, which were incomplete and which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the poll is as under:



Resolution 1:

Receive , Consider and Adopt the Financial Statements as at 31st March, 2015 including the Audited Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors (the Board) and Auditors thereon

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	6074975	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL		

(iii) **Invalid** votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
NIL	Nil



Resolution 2:

Appointment of a Director in place of Smt. Malathi Gopalakrishnan, (DIN 00841108) who retires by rotation and being eligible, offers herself for re-appointment.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	6074975	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
Nil	Nil



Resolution 3:

Ratification of Appointment of Mr. N.Subramanian, Chartered Accountants, as the Statutory Auditors of the company and to fix their remuneration

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	6074975	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil		

(iii) Invalid votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL



Resolution 4:

Appointment of Shri. Srinivasan Arvind IAS (Retd) (DIN: 00331182) as an Independent Director .

(iv) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	6074975	100

(v) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(vi) **Invalid** votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
Nil	Nil



Resolution 5:**Appointment of Shri. V.Raman (DIN ; 07082021) as an Independent Director .**(vii) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	6074975	100

(viii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(ix) **Invalid** votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
Nil	Nil



Resolution 6:**Remuneration of Managing Director.**(x) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	6074975	100

(xi) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(xii) **Invalid** votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
Nil	Nil

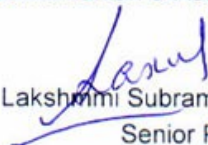
5. The poll papers and all other relevant records were sealed and handed over to the Registered Transfer Agent (RTA) as instructed by Company Secretary authorized by the Board for safe keeping.

Place: Chennai

Date: 29.09.2015



Yours Faithfully
For Lakshmmi Subramanian & Associates


Lakshmmi Subramanian,
Senior Partner