

Morganite Crucible (India) Limited
Morgan Advanced Materials
Molten Metal Systems
B-11, M.I.D.C., Waluj,
Aurangabad 431 136,
Maharashtra, (India)

September 24, 2015

To,
Department of Corporate Filing
Bombay Stock Exchange,
Floor -25, P J Towers, Dalal Street,
Mumbai - 400 001

Sub: Compliance of Clause 35A of the Listing Agreement

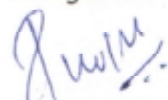
Dear Sir/Madam,

As per Clause 35A of the Listing Agreement, please find enclosed herewith consolidated results of remote e-voting and ballot at the meeting for the 30th Annual General Meeting held on September 22, 2015 as follows -

Sr No	Description	Particulars		
1	Date of AGM	September 22, 2015		
2	Total Number of shares on record date	2579		
3	No. of shareholders present in the meeting either in person or through proxy	18		
4	Shareholders	In person	Proxy	Total
	Promoters & Group	2	0	2
	Public	13	3	16
	Total	15	3	18
	No. of Shareholders attended the meeting through Video Conferencing			
	Promoters & Group	0	0	0
	Public	0	0	0
	Total	0	0	0

We request you take on your record and oblige.

For Morganite Crucible (India) Limited


Rupesh Khokle
(Company Secretary)



ISO 9001 : 2008

www.morganmms.com

Morganite Crucible (India) Limited

September 24, 2015

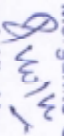
To,
Department of Corporate Filing
Bombay Stock Exchange,
Floor -25, P J Towers, Dalal Street,
Mumbai - 400 001

Sub: Compliance of Clause 35A of the Listing Agreement

1) Resolution No. 1 - Adoption of the Audited Financial Statements for the year ended March 31, 2015, together with the Reports of the Directors and Auditors thereon

Promoter/Public	No of share Held (1)	No of votes polled (2)	% of votes polled on outstanding of shares (3)=[(2)/(1)] *100	No of Votes in favour (4)	No of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)] *100
15	2,137,970	2,137,970	76.35	2,137,970	-	100	-

For Morganite Crucible (India) Limited


Rupesh Khokle
(Company Secretary)

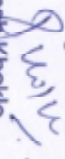
2) Resolution No. 2 - To declare a final dividend on equity shares for the financial year ended March 31, 2015

Promoter/Public	No of share Held (1)	No of votes polled (2)	% of votes polled on outstanding of shares (3)=[(2)/(1)] *100	No of Votes in favour (4)	No of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)] *100
15	2,137,970	2,137,970	76.35	2,137,970	824	100	0.038

3) Resolution No. 3 - To appoint M/s B S R & Co LLP, Chartered Accountants, (Registration No. 101248W/W-100022) as Statutory Auditors of the Company from the conclusion of Thirtieth (30th) Annual General Meeting until the conclusion of the Thirty Fifth (35th) Annual General Meeting of the Company, subject to ratification of the appointment by the Members of the Company at every Annual General Meeting

Promoter/Public	No of share Held (1)	No of votes polled (2)	% of votes polled on outstanding of shares (3)=[(2)/(1)] *100	No of Votes in favour (4)	No of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)] *100
15	2,137,970	2,137,970	76.35	2,137,970	-	100	-

For Morganite Crucible (India) Limited


 Rupesh Khokle
 (Company Secretary)

4) Resolution No. 4 - Appointment of Mr Aniruddha Karve (DIN: 07180005) as Managing Director

Promoter/Public	No of share Held (1)	No of votes polled (2)	% of votes polled on outstanding of shares (3)=[(2)/(1)] *100	No of Votes in favour (4)	No of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)] *100
15	2,137,970	2,137,970	76.35	2,137,970	-	100	-

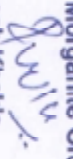
5) Resolution No. 5 - Managerial Remuneration to Mr Hitesh Saiwal (DIN 03437768) for financial year 2015-16

Promoter/Public	No of share Held (1)	No of votes polled (2)	% of votes polled on outstanding of shares (3)=[(2)/(1)] *100	No of Votes in favour (4)	No of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)] *100
15	2,137,970	2,137,970	76.35	2,137,970	-	100	-

6) Resolution No. 6 - Appointment of Mr Ian Keith Arber (DIN: 07080539) as Director of the Company

Promoter/Public	No of share Held (1)	No of votes polled (2)	% of votes polled on outstanding of shares (3)=[(2)/(1)] *100	No of Votes in favour (4)	No of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)] *100
15	2,137,970	2,137,970	76.35	2,137,970	-	100	-

For Morganite Crucible (India) Limited


 Rupesh Khokle
 (Company Secretary)

7) Resolution No. 7 - Appointment of Ms. Maithilee Tambolkar (DIN: 00694128) as an Independent Director of the Company

Promoter/Public	No of share Held (1)	No of votes polled (2)	% of votes polled on outstanding of shares (3)=[(2)/(1)] *100	No of Votes in favour (4)	No of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)] *100
15	2,137,970	2,137,970	76.35	2,137,970	-	100	-

8) Resolution No. 8 - Appointment of Ms Pauline Tan (DIN: 07239652) as Director of the Company.

Promoter/Public	No of share Held (1)	No of votes polled (2)	% of votes polled on outstanding of shares (3)=[(2)/(1)] *100	No of Votes in favour (4)	No of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)] *100
15	2,137,970	2,137,970	76.35	2,137,970	-	100	-

9) Resolution No. 9 - Appointment of Mr Mirco Pavoni (DIN: 07226299) as Director of the Company

Promoter/Public	No of share Held (1)	No of votes polled (2)	% of votes polled on outstanding of shares (3)=[(2)/(1)] *100	No of Votes in favour (4)	No of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)] *100
15	2,137,970	2,137,970	76.35	2,137,970	-	100	-

For Morganite Crucible (India) Limited

Rupesh Khokle
Rupesh Khokle
(Company Secretary)



KMP & ASSOCIATES
Company Secretaries

Address: Office 7/8, J. Harnam, Plaza,
Beside Om Opticals, Opp. IDBI Bank,
Osmnapura, Aurangabad - 431005

LL: (0240)6604490
e-mail: office@kmpa.co.in
web: www.kmpa.co.in

FORM No. MGT-13

Report of Scrutinizer

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

To,
The Chairman
30th Annual General Meeting of the Equity Shareholders of
Morganite Crucible (India) Limited
Aurangabad

Sub: Scrutinizer's Report on 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 the physical ballot forms at the adjourned Annual General Meeting of the Company held on 22nd September 2015.

Dear Sir,

I, Prasad S. Takalkar, Company Secretary in Practice having Membership No. A27437, CP. 9802 and partner of KMP & Associates, Company Secretaries, Aurangabad had been appointed as Scrutinizer by the Board of Directors of the Company, Morganite Crucible (India) Limited, vide resolution dated 13th August, 2015, 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, for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority the poll taken on the below mentioned resolution(s), at the 30th Annual General Meeting of the Equity Shareholders of Morganite Crucible (India) Limited, held on Tuesday, the 22nd day of September 2015 at Aurangabad, submit my report as under:

The notice dated 13th August, 2015 was sent to the shareholders of the Company along with statement setting out the material facts under Section 102 of the Act.





KMP & ASSOCIATES
Company Secretaries

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web: www.kmpa.co.in

The members of the Company holding shares on the cut-off date, i.e. 15th September, 2015, were entitled to vote on the resolutions proposed and as set out in the Notice of the Annual General Meeting.

The e-voting period remained open from Saturday, 19th September 2015 (9:00 AM) to Monday, 21st September 2015 (5.00 PM). At the end of the e-voting period, the e-voting facility was blocked and the votes cast under e-voting facility, were unblocked in the presence of two witnesses not in the employment of the company.

The details containing the list of the shareholders who voted for or against each of the resolutions that were put to vote were downloaded from the e-voting website of CDSL (www.evotingindia.com)

I have scrutinized the votes casted through electronic means and physical means through poll ballots at the Annual General Meeting of the Company. I now submit my report as under:

- A. After the time fixed for closing of the poll by the Chairman, one (1) ballot box kept for polling was locked in my presence with due identification marks placed by me.
- B. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.
- C. Three poll papers treated as invalid as the members who casted their vote through e-voting also voted in poll through proxies at the Annual General Meeting.
- D. The result of the Poll is as under:



1) Resolution No. 1 - **Adoption of the Audited Financial Statements for the year ended March 31, 2015, together with the Reports of the Directors and Auditors thereon.**

(i) Voted in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical Mode	15	2137970	99.77%
Electronic mode	--	4853	00.23%
Total		2142823	100.00%

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical Mode	--	0	0.00%
Electronic mode	--	0	0.00%
Total		0	0.00%

(iii) Invalid votes :

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical Mode	3 (Proxy)	3318	100.00%
Electronic mode		0	0.00%
Total		3318	100.00%

2) Resolution No. 2 - **To declare a final dividend on equity shares for the financial year ended March 31, 2015.**

(i) Voted in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical Mode	14	2137146	99.77%
Electronic mode	--	4853	00.23%
Total		2141999	100.00%

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical Mode	1	824	100.00%
Electronic mode	--	0	0.00%
Total		824	100.00%

(iii) Invalid votes :

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical Mode	3 (Proxy)	3318	100.00%
Electronic mode		0	0.00%
Total		3318	100.00%

- 3) Resolution No. 3 - To appoint M/s B S R & Co LLP, Chartered Accountants, (Registration No. 101248W/W-100022) as Statutory Auditors of the Company from the conclusion of Thirtieth (30th) Annual General Meeting until the conclusion of the Thirty Fifth (35th) Annual General Meeting of the Company, subject to ratification of the appointment by the Members of the Company at every Annual General Meeting

(i) Voted in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical Mode	15	2137970	99.77%
Electronic mode	--	4853	00.23%
Total		2142823	100.00%

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical Mode	--	0	0.00%
Electronic mode	--	0	0.00%
Total		0	0.00%

(iii) Invalid votes :

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical Mode	3 (Proxy)	3318	100.00%
Electronic mode		0	0.00%
Total		3318	100.00%

4) Resolution No. 4 – **Appointment of Mr Aniruddha Karve (DIN: 07180005) as Managing Director**

(i) Voted in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical Mode	15	2137970	99.77%
Electronic mode	--	4853	00.23%
Total		2142823	100.00%

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical Mode	--	0	0.00%
Electronic mode	--	0	0.00%
Total		0	0.00%

(iii) Invalid votes :

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical Mode	3 (Proxy)	3318	100.00%
Electronic mode		0	0.00%
Total		3318	100.00%

5) Resolution No. 5 - **Managerial Remuneration to Mr Hitesh Saiwal (DIN 03437768) for financial year 2015-16.**

(i) Voted in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical Mode	15	2137970	99.77%
Electronic mode	--	4853	00.23%
Total		2142823	100.00%

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical Mode	--	0	0.00%
Electronic mode	--	0	0.00%
Total		0	0.00%

(iii) Invalid votes :

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical Mode	3 (Proxy)	3318	100.00%
Electronic mode		0	0.00%
Total		3318	100.00%

6) Resolution No. 6 - **Appointment of Mr Ian Keith Arber (DIN: 07080539) as Director of the Company**

(i) Voted in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical Mode	15	2137970	99.77%
Electronic mode	--	4853	00.23%
Total		2142823	100.00%

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical Mode	--	0	0.00%
Electronic mode	--	0	0.00%
Total		0	0.00%

(iii) Invalid votes :

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical Mode	3 (Proxy)	3318	100.00%
Electronic mode		0	0.00%
Total		3318	100.00%

7) Resolution No. 7 - **Appointment of Ms. Maithilee Tambolkar (DIN: 00694128) as an Independent Director of the Company**

(i) Voted in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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Electronic mode		0	0.00%
Total		3318	100.00%

8) Resolution No. 8 - **Appointment of Ms Pauline Tan (DIN: 07239652) as Director of the Company.**

(i) Voted in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical Mode	15	2137970	99.77%
Electronic mode	--	4853	00.23%
Total		2142823	100.00%

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical Mode	--	0	0.00%
Electronic mode	--	0	0.00%
Total		0	0.00%

(iii) Invalid votes :

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical Mode	3 (Proxy)	3318	100.00%
Electronic mode		0	0.00%
Total		3318	100.00%

9) Resolution No. 9 - **Appointment of Mr Mirco Pavoni (DIN: 07226299) as Director of the Company**

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

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical Mode	15	2137970	99.77%
Electronic mode	--	4853	00.23%
Total		2142823	100.00%

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

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical Mode	--	0	0.00%
Electronic mode	--	0	0.00%
Total		0	0.00%

(iii) **Invalid votes :**

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical Mode	3 (Proxy)	3318	100.00%
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Company Secretaries

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The Registers, relevant records and all other papers relating to the electronic voting and physical mode shall remain in our custody until the Chairman considers, approves and signs the Minutes of the Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,
Yours faithfully,

For KMP & Associates
Company Secretaries

Takalkar
CS Prasad Takalkar
Partner
Scrutinizer



M.No.: A27437
C.P.No.: 9802

Place: Aurangabad
Date: 23/09/2015