



Machine Tools

**MIVEN MACHINE TOOLS LIMITED**

**Regd.off. & Works:** Tarihal Industrial Area, Tarihal, Hubli-580 026. Karnataka, India.

**Phone :** +91 [836] 2212 221-4, **Fax :** +91 [836] 2310 411

**E-mail :** mmtaccounts@gmail.com / mmtsecretarial@gmail.com

**Website :** www.mivenmachinetool.in

**CIN :** L29220KA1985PLC007036

September 28, 2015

The General Manager,  
Department of Corporate Services,  
Bombay Stock Exchange Limited,  
P J Towers, Dalal Street,  
Mumbai – 400 001.

Dear Sir,

Sub: Voting results under Clause 35A of the Listing Agreement

We wish to inform you that, the 30<sup>th</sup> Annual General Meeting of the Company was held on 26<sup>th</sup> September, 2015 at 3.00 pm at the Registered Officer of the Company at Tarihal Industrial Area, Tarihal, Hubli – 580 026.

Pursuant to Clause 35B of the Listing Agreement and as per Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2104, all the shareholders of the Company were given an opportunity to exercise their right to vote on all the resolutions set out in the Notice of the AGM through electronic voting (e-voting) during period commencing from 23<sup>rd</sup> September, 2015 at 10.00 am to 25<sup>th</sup> September, 2015 at 5.00 pm.

Further the Company provided voting facility at the AGM venue through a physical ballot for those who had not exercised e-voting.

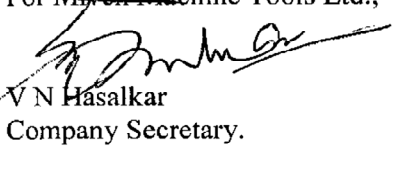
All the resolutions contained in the notice of the above AGM were approved by requisite majority of the shareholders through e-voting and ballot voting at the venue of the AGM. Accordingly all the resolutions were declared to be passed on 26<sup>th</sup> September, 2015 which is the date of the Annual General Meeting.

In accordance with the Clause 35A of the Listing Agreement, we enclose the consolidated voting results in the prescribed format along with the scrutinizer's report for e-voting and poll conducted physically through ballot forms at in form MGT-13 at the AGM venue.

Kindly take the above information on records.

Thanking you

Yours faithfully,  
For Miven Machine Tools Ltd.,

  
V N Hasalkar  
Company Secretary.



**Umesh P. Maskeri** B.Sc., CAIIB, L.Lb, FCS, PGDSL  
**Practicing Company Secretary**

No 304, Geetanjali Heights, Plot No.77, Sector 27  
Near Presentation Convent School, Nerul East, Navi Mumbai-400 706  
Tele 022 -27716918/19; Mobile: 09930178352; Email: [umeshmaskeri@gmail.com](mailto:umeshmaskeri@gmail.com)

**Consolidated Scrutinizer's Report**

[Pursuant to section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To

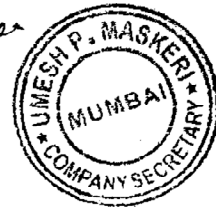
The Chairman of 30<sup>th</sup> Annual General Meeting of the members of MIVEN MACHINE TOOLS LTD

held at the Registered Office of the Company, at Tarihal Industrial Area, Tarihal, Hubli – 580 026 (Karnataka), at 3.30 PM on Saturday, the September 26, 2015

Dear Sir,

1. I, Umesh P Maskeri, Company Secretary in Whole time Practice, have been appointed as a scrutinizer by the Board of Directors of Miven Machine Tools Ltd ("the company") for the purpose of :
  - (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules") and
  - (ii) Poll through ballot papers under the provisions of Section 109 of the Act read with Rule 21 of the Rules, on the resolutions contained in the notice of the AGM of the Company held on September 26, 2015 at 3.30 p.m. at the Registered Office of the Company at Tarihal Industrial Area, Tarihal, Hubli – 580 026 (Karnataka).
2. I have issued separate Scrutinizer's Report dated September 26, 2015 on the remote e-voting and on the poll conducted at the venue of the AGM i.e. MGT-13 on the resolutions contained in the notice to the AGM. I submit herewith my consolidated scrutinizer's Report on the results of voting by remote e-voting and poll conducted at the venue of the AGM as follows:

*Umesh P. Maskeri*





**Umesh P. Maskeri** B.Sc., CAIIB, L.Lb, FCS, PGDSL  
Practicing Company Secretary

Item No of Notice and brief text of resolution	Votes in favour of the resolution		Number of Votes against the resolution		Invalid votes
	Number	% of total Number of valid votes cast	Number	% of total number of valid votes cast	
<b>1. Ordinary Resolution:</b> Adoption of Audited Financial Statements for the financial year ended March 31, 2015 together with the Report of the Directors and Auditors thereon	2253024	100	Nil	Nil	Nil
<b>2. Ordinary Resolution:</b> Re-appointment of Mr Vikram R Sirur as a retiring Director	2253024	100	Nil	Nil	Nil
<b>3. Ordinary Resolution:</b> Appointment of M/s. B. K. Ramadhyani & Co., LLP as Auditors of the Company.	2253024	100	Nil	Nil	Nil
<b>4. Ordinary Resolution:</b> Appointment of Mrs. Vrinda Mantri as a Director liable to retire by rotation.	2253024	100	Nil	Nil	Nil

3. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

Yours faithfully,

UMESH P MASKERI

PRACTICING COMPANY SECRETARY AND SCRUTINIZER

Membership No FCS 4831 Certificate of Practice No 12704

Place: Hubli. Date: September 26, 2015





**Umesh P. Maskeri** B.Sc., CAIIB, L.Lb, FCS, PGDSL  
**Practicing Company Secretary**

No 304, Geetanjali Heights, Plot No.77, Sector 27  
Near Presentation Convent School, Nerul East, Navi Mumbai-400 706  
Telephone: 022 -27716918/19; Mobile: 09930178352; Email: [umeshmaskeri@gmail.com](mailto:umeshmaskeri@gmail.com)

**Form No MGT 13**  
**REPORT OF THE SCRUTINIZER**  
(Pursuant to Section 109 of the Companies Act, 2013 read with Rule 21(2) of the  
Companies (Management and Administration) Rules, 2014)

To

The Chairman, Annual General Meeting ("30<sup>th</sup> AGM") of the Members of MIVEN MACHINE TOOLS LTD., held at the Registered Office of the Company at Tarihal Industrial Area, Tarihal, Hubli - 580 026 (Karnataka) at 3.30p.m. on Saturday, the September 26, 2015

Dear Sir,

I, Umesh P Maskeri, Company Secretary in Whole time Practice, at the address mentioned above, appointed as Scrutinizer by the Board of Directors of the Company for the purpose of ensuring that the poll is conducted in a fair and transparent manner in respect of the resolutions mentioned herein below at the 30<sup>th</sup> AGM of Miven Machine Tools Limited held at 3.00 p.m. on September 26, 2015 at the Registered Office at Tarihal Industrial Area, Tarihal, Hubli - 580 026 (Karnataka) hereby submit my report as under :

1. The Company has provided me the Register of Members as on the cut off date i.e. September 19, 2015, Attendance Register and the Register of Proxies. As per the information provided by the Company, no proxy form was received from any member.
2. After declaration of the poll by the Chairman, ballot boxes kept for polling were marked by identification mark placed on them.
3. The ballot boxes were subsequently opened in my presence and polling papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agent (RTA) of the Company and the authorizations/proxies lodged with the Company. The votes were also scrutinized for the purpose of eliminating duplicate voting i.e. on e-voting as well as on poll. The names of the shareholders who had voted on remote e-voting through e-voting facility provided by the Central Depository Services (India) Limited ("CDSL"), as per the data provided by the CDSL, had been blocked and ballot papers duly numbered serially by print were issued only to those members who were present at the Annual General Meeting and who had not voted on remote e-voting.



*Umesh P. Maskeri*



**Umesh P. Maskeri** B.Sc., CAIIB, L.Lb, FCS, PGDSL  
**Practicing Company Secretary**

4. There was no polling paper, which was incomplete and/or which were otherwise found defective and hence all the votes cast have been found to be valid.
5. Company Secretary of the Company has verified the specimen signatures of the shareholders who have cast their votes.
6. The result of the poll is furnished as under:

a) Resolution No 1 : Ordinary Resolution:

**Adoption of Audited Financial Statements for the year ended March 31, 2015 together with the Report of the Directors 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
17	2253024	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

b) Resolution No 2 : Ordinary Resolution:

**Re-Appointment of Mr Vikram R Sirur as a Director retiring by by rotation a**

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
17	2253024	100

*Umesh P. Maskeri*





**Umesh P. Maskeri** B.Sc., CAIIB, L.Lb, FCS, PGDSL  
Practicing Company Secretary

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

c) **Resolution No 3 : Ordinary Resolution:**

**Appointment of M/s. B. K. Ramadhyani & Co.,LLP as Auditors**

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
17	2253024	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



*Umesh P. Maskeri*



**Umesh P. Maskeri** B.Sc., CAIIB, L.Lb, FCS, PGDSL  
**Practicing Company Secretary**

d) Resolution No 4 : Ordinary Resolution:

**Appointment of Mrs. Vrinda Mantri as a Director liable to retire by rotation:**

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
17	2253024	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

7. The particulars containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
8. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

*Umesh P. Maskeri*

**UMESH P MASKERI**

**PRACTICING COMPANY SECRETARY AND SCRUTINIZER**

Membership No FCS 4831 Certificate of Practice No 12704

Place: Hubli Date: 26<sup>th</sup> September, 2015



*Umesh P. Maskeri*



**Umesh P Maskeri**      **B.Sc., CAIIB., L.Lb., FCS, PGDSL**  
**Practicing Company Secretary**

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To  
The Chairman  
Miven Machine Tools Limited  
Registered Office,  
Tarihal Industrial Area, Tarihal  
**Hubli – 580 026**

September 26, 2015

Dear Sir,

**Sub: Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014**

**Ref: EVSN 150914019 for Remote e-voting for AGM of Miven Machine Tools Limited**

Miven Machine tool Limited ("Company"), has appointed me as the Scrutinizer to ensure that the provisions of voting through electronic means ("remote e-voting") as prescribed under Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("Rules") are duly complied with, with respect to the resolutions contained in the notice of 30<sup>th</sup> Annual General Meeting ("AGM") of the Company held on 26<sup>th</sup> September, 2015.

As required under Section 101 and 108 of the Act and the Companies (Management and Administration) Rules, 2014, the Notice of the AGM dated August 11, 2015 along with the Explanatory Statement under Section 102 of the Act were sent to the Members of the Company, including the instructions on remote e-voting through the electronic system of the Central Depository Services (India) Limited ("CDSL"). The cut- off date for the purpose of determining the eligibility of the shareholders to cast their votes through remote e-voting as well as through the polling papers at the venue of the AGM was fixed as September 19, 2015.

The e-voting period commenced at 10.00 a.m. on Wednesday, the September 23, 2015 and concluded at 5.00 p.m. on Friday, September 25, 2015. Accordingly, the electronic votes cast during this period have been taken into account for ascertaining the votes cast in favour and against the resolutions, set out in the notice convening the AGM. The CDSL remote e-voting portal was blocked thereafter.

After the votes cast by polling papers by the shareholders at the venue of the AGM were counted, I have unblocked the remote e-voting at 4-30 p.m. on September 26, 2015 in the presence of 2 witnesses, who are not the employees of the company. It was observed that none of the members of the company had cast vote through remote evoting. A summary of the e-voting results is furnished below:



*Umesh P. Maskeri*





**Umesh P Maskeri**  
Practicing Company Secretary

**B.Sc., CAIIB., L.Lb., FCS., PGDSL**

Item Number of Notice and brief text of resolution	Votes in favour of the resolution			Number of Votes against the resolution		
	Number of share Holders	Number of votes	% of Valid Votes cast	Number of share holders	Number of votes	% of total number of valid votes cast
<b>1. Ordinary Resolution:</b> Adoption of Audited Financial Statements for the financial year ended March 31, 2015 together with the Report of the Directors and Auditors.	Nil	Nil	Nil	Nil	Nil	Nil
<b>2. Ordinary Resolution:</b> Re-Appointment of Mr Vikram R Sirur as a retiring Director	Nil	Nil	Nil	Nil	Nil	Nil
<b>3. Ordinary Resolution:</b> Appointment of M/s. B. K. Ramadhyani & Co., LLP as Auditors.	Nil	Nil	Nil	Nil	Nil	Nil
<b>4. Ordinary Resolution:</b> Appointment of Mrs. Vrinda Mantri as a Director liable to retire by rotation.	Nil	Nil	Nil	Nil	Nil	Nil

The consolidated results of the remote e-voting and the poll may accordingly be declared by the Chairman of the Company after taking into account the consolidated Scrutinizer's Report .

Thanking you,  
Yours faithfully,

**Umesh P. Maskeri**  
Scrutinizer  
Practicing Company Secretary  
Membership No. FCS 4831 Certificate of Practice No 12704

Place: Hubli  
Date: September 26, 2015



MIVEN MACHINE TOOLS LIMITED  
 ANNUAL GENERAL MEETING HELD ON SEPTEMBER 26, 2015  
 VOTING RESULT AS PER CLAUSE 35 A OF LISTING AGREEMENT

Category of Shareholder (Promoter/Public)	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 entities	25,88,650	22,52,625	75	22,52,625	Nil	99.98	Nil
Public Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public others	4,14,850	399	0.01	399	Nil	0.02	Nil
Total	30,03,500	22,53,024	75.01	22,53,024	Nil	100	Nil

FOR MIVEN MACHINE TOOLS LTD.,

  
 V N HASALKAR  
 COMPANY SECRETARY

Place: Hubli  
 Date: September 26, 2015