

Partners  
Mrs. Ragini Chokshi  
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**Ragini Chokshi & Co.**  
Company Secretaries

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Date: \_\_\_\_\_

**SCRUTINIZER'S REPORT**

To,  
The Chairman,  
Birla Precision Technologies Limited,  
B-15/4, M.I.D.C., Industrial Area,  
Waluj, Aurangabad- 431 133

Dear Sir,

Re: SCRUTINIZER'S REPORT

1. I, Ragini Kamal Chokshi, Partner of Ragini Chokshi & Co., Practicing Company Secretaries, Mumbai have been appointed by the Board of Directors of Birla Precision Technologies Limited at its meeting held on **October 17, 2013** as the scrutinizer for conducting Postal Ballot voting process and I have given my consent to act as a scrutinizer vide letter dated **October 15, 2013** for passing of the following Special Resolutions by Postal Ballot.

**Special Resolution for Corporate Guarantee amounting to Rs. 250.30 Crores, Executed in favour of Consortium of Banks led by State Bank of India, Industrial Finance Branch, Mumbai, for Securing Working Capital Facility Sanctioned to M/s. Zenith Birla (India) Limited:**

"RESOLVED THAT pursuant to the provisions of section 372A of the Companies Act, 1956, authority be and is hereby accorded to a Corporate Guarantee executed by a Company amounting to Rs. 250.30 Crores (Rupees Two Hundred Fifty Crores Thirty Lacs Only) in excess of limits specified under Section 372A(1) of the Companies Act, 1956, in favour Consortium of banks led by State Bank of India, Industrial Finance Branch, Mumbai for the purpose of securing repayment of the working capital loan of Rs. 250.30 Crores (Rupees Two Hundred Fifty Crores Thirty Lacs Only) sanctioned to M/s. Zenith Birla (India) Limited by the consortium Banks

**Special Resolution for Corporate Guarantee amounting to Rs. 22.00 Crores Executed by the Company in Favor of State Bank Of India Industrial Finance Branch Mumbai, for availing the facility by M/s. Zenith Birla (India) Limited for "Interchangeability From LC To FBWC Limit:**

" RESOLVED THAT pursuant to the provisions of section 372A of the Companies Act, 1956, authority be and is hereby accorded to a Corporate Guarantee executed by a Company amounting to Rs. 22.00 Crores (Rupees Twenty Two Crores Only) in excess of limits specified under Section 372A(1) of the Companies Act, 1956, in favour of State Bank of India, Industrial Finance Branch, Mumbai, for availing the facility by M/s. Zenith Birla (India) Limited for "Interchangeability from LC to FBWC limit".

**Special Resolution for the Security provided by the Company amounting to Rs.15.32 Crores to Consortium of Banks led by State Bank Of India, Industrial Finance Branch, Mumbai, for Securing Working Capital Facility Sanctioned to M/s. Zenith Birla (India) Limited:**

**RESOLVED THAT** pursuant to the provisions of section 372A of the Companies Act, 1956 authority be and is hereby accorded to a Security provided by the Company amounting to Rs. 15.32 Crores (Rupees Fifteen Crores and Thirty Two Lacs Only) in excess of limits specified under Section 372A(1) of the Companies Act, 1956, to consortium of banks led by State Bank of India for working capital facilities sanctioned to M/s Zenith Birla (India) Limited

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred in such manner as they may deem fit."

2. I submit my report as under:

- 2.1 The Company completed the dispatch of Postal- Ballot forms on **November 28, 2013** along with postage pre- paid business reply envelope to its Members whose name appear on the Register of Members as on **November 15, 2013**.
- 2.2 Particulars of all the Postal Ballot forms received confirmations from the Members have been entered in the register separately maintained for the purpose.
- 2.3 The Postal Ballot forms were kept under my safe custody in a sealed and tamper proof ballot boxes before commencing the scrutiny of postal ballot forms.
- 2.4 The ballots were opened after working hours on **December 28, 2013** in my presence.
- 2.5 The Postal ballot forms were duly opened in my presence and scrutinized and the Shareholding was confirmed with the Register of Members of the Company as on **November 15, 2013**
- 2.6 All Postal Ballot forms received up to the close of working Hours on **December 28, 2013**, the last date and time fixed by the Company for receipt of the forms were considered for my scrutiny.
- 2.7 Envelopes containing Postal ballot forms confirmations received after closing hours of **December 28, 2013** were not considered for my scrutiny.
- 2.8 Envelopes containing Postal Ballot forms returned undelivered aggregated to **14,066 nos.** These envelopes were not opened and they were separately kept.
- 2.9 I did not find any defaced or mutilated ballot paper.



3. A summary of Postal- Ballot forms confirmations received is given below:

Sr. No	Particulars	Resol ution No.1	No of shares	% of total paid up equity capital	Resol ution No.2	No of shares	% of total paid up equity capital	Resol ution No.3	No of shares	% of total paid up equity capital
1.	Total postal ballot forms received	682	25803690	49.01	682	25803690	49.01	682	25803690	49.01
2.	Less: Invalid Postal ballot forms	34	80195	0.15	44	80614	0.15	44	80614	0.15
3.	Net valid Postal ballot forms	648	25723495	48.86	638	25723076	48.86	638	25723076	48.86
4.	Postal ballot forms with assent	592	25484018	48.40	581	25481989	48.41	581	25482576	48.41
5.	Postal ballot forms with dissent.	56	239150	0.45	57	239258	0.45	51	238687	0.45

**Note:** The above table show details of valid Postal Ballot forms received from the Shareholders. Some shareholders have submitted Postal ballot forms for lesser number of shares than shares held by them

4. The Postal Ballot forms and other related papers / registers and records shall be delivered for safe custody to the Director of the Company as authorized by the Board to supervise the Postal – Ballot process.
5. You may accordingly declare the result of the Voting by Postal Ballot.

Place: Mumbai  
Date : January 3, 2014



For RAGINI CHOKSHI & CO.

*R. K. Chokshi*

RAGINI CHOKSHI (Partner)  
C.P. No. 1436