

**COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL  
REXNORD ELECTRONICS AND CONTROLS LIMITED**

To,  
The Chairman,  
REXNORD ELECTRONICS AND CONTROLS LIMITED

**Sub: Passing of Resolution through E-Voting AND Poll conducted at the Annual General Meeting (AGM) of REXNORD ELECTRONICS AND CONTROLS LIMITED held on August 30, 2014**

I, CS Mahesh Kumar Soni, Partner, GMJ & Associates, Company Secretaries hereby submit combined Scrutinizer Report on E-Voting AND Poll conducted at the AGM of REXNORD ELECTRONICS AND CONTROLS LIMITED held on August 30, 2014.

The Board of Directors of the Company at their meeting held on July 19, 2014 have appointed me as the Scrutinizer for the e-voting held between August 25, 2014 at 5.30 P.M. to August 27, 2014 at 6.00 PM and the Chairman of the AGM has appointed me as the Scrutinizer for the Poll held at the AGM of the Company on the August 30, 2014.

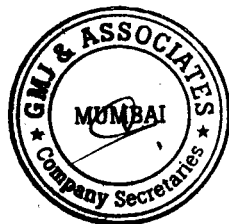
The Company has appointed M/s. Central Depository Services Limited as the Service Provider for providing the facility of electronic voting to the shareholders of the Company from Monday, August 25, 2014 at 5.30 P.M. till Wednesday August 27, 2014 at 6.00 P.M. M/s. BIG SHARE SERVICES PRIVATE LIMITED are the Registrar and Share Transfer Agent of the Company. The e-voting results were unblocked by me on August 27, 2014 in the presence of two witnesses. For further details kindly refer my Scrutinizer's Report dated August 28, 2014 attached herewith.

At the AGM of the Company held on August 30, 2014, the Chairman of the Company had called for a Poll to facilitate the members present at the meeting who could not participate in the e-voting to record their votes through the poll process. The Chairman of the AGM had appointed me as the Scrutinizer for the same. For further details kindly refer to my Scrutinizer's Report in Form MGT 13 dated September 1, 2014.



The results of E-voting together with Poll were passed with requisite majority, the details of the same are as under:

Item of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
Item No.1 of the Notice (As an Ordinary Resolution)	E-voting	3,72,701	100%	--	--	--	--
	Poll	26,54,674	100%	--	--	--	--
	TOTAL	30,27,375	100%	--	--	--	--
Item No.2 of the Notice (As an Ordinary Resolution)	E-voting	3,72,701	100%	--	--	--	--
	Poll	26,54,674	100%	--	--	--	--
	TOTAL	30,27,375	100%	--	--	--	--
Item No.3 of the Notice (As an Ordinary Resolution)	E-voting	3,72,701	100%	--	--	--	--
	Poll	26,54,674	100%	--	--	--	--
	TOTAL	30,27,375	100%	--	--	--	--
Item No.4 of the Notice (As a Special Resolution)	E-voting	3,72,701	100%	--	--	--	--
	Poll	26,54,674	100%	--	--	--	--
	TOTAL	30,27,375	100%	--	--	--	--
Item No.5 of the Notice (As a Special Resolution)	E-voting	3,72,701	100%	--	--	--	--
	Poll	26,54,674	100%	--	--	--	--
	TOTAL	30,27,375	100%	--	--	--	--



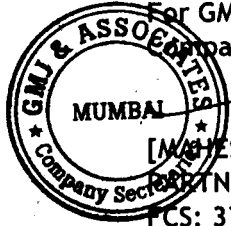
Item of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
Item No.6 of the Notice (As an Ordinary Resolution)	E-voting	3,72,701	100%	--	--	--	--
	Poll	26,54,674	100%	--	--	--	--
	TOTAL	30,27,375	100%	--	--	--	--
Item No.7 of the Notice (As an Ordinary Resolution)	E-voting	3,72,701	100%	--	--	--	--
	Poll	26,54,674	100%	--	--	--	--
	TOTAL	30,27,375	100%	--	--	--	--
Item No.8 of the Notice (As an Ordinary Resolution)	E-voting	--	--	--	--	--	--
	Poll	5,074	100%	--	--	--	--
	TOTAL	5,074	100%	--	--	--	--
Item No.9 of the Notice (As a Special Resolution)	E-voting	--	--	--	--	--	--
	Poll	5,074	100%	--	--	--	--
	TOTAL	5,074	100%	--	--	--	--
Item No.10 of the Notice (As an Ordinary Resolution)	E-voting	3,72,701	100%	--	--	--	--
	Poll	26,54,674	100%	--	--	--	--
	TOTAL	30,27,375	100%	--	--	--	--
Item No.11 of the Notice (As a Special Resolution)	E-voting	--	--	--	--	--	--
	Poll	5,074	100%	--	--	--	--
	TOTAL	5,074	100%	--	--	--	--



I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through E-voting and Poll by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorized by you.

Thanking You,

Yours Faithfully  
For GMJ & Associates  
Company Secretaries



[MAHESH SONI]  
PARTNER  
FCS: 3706 COP: 2324

PLACE: MUMBAI  
DATE: September 01, 2014.