

FORM No. MGT-13

Report of Scrutinizer

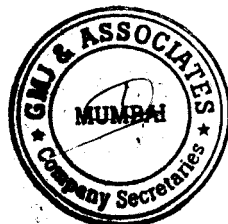
[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rule, 2014]

To,
The Chairman,
Annual General Meeting of the Equity Shareholders of Rexnord Electronics And Controls
Limited held on Saturday, August 30, 2014 at 9.30 A.M. at Sangam Banquets, Plot No. 366-
386, RSC 37, Mangalmurti Road, Opposite Mangal Murti Hospital, Gorai-II, Borivali (W),
Mumbai - 400 092.

Dear Sir,

I, CS Mahesh Kumar Soni, Partner, GMJ & Associates, Company Secretaries appointed as
Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the
Annual General Meeting of the Equity Shareholders of Rexnord Electronics And Controls
Limited (the Company) held on Saturday, August 30, 2014 at 9.30 A.M. at Sangam
Banquets, Plot No. 366-386, RSC 37, Mangalmurti Road, Opposite Mangal Murti Hospital,
Gorai-II, Borivali (W), Mumbai - 400 092, submit my 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 my presence with due identification marks placed by me.
2. The locked Ballot Box was subsequently opened in my presence and in presence of
two witnesses and poll papers were diligently scrutinized. The poll papers were
reconciled with the records maintained by the Registrar and Transfer Agents of the
Company and the authorizations / proxies lodged with the Company.
3. A total of 17 Shareholders were present at the AGM. The poll papers, which were
incomplete and/or which were otherwise found defective have been treated as
invalid and kept separately.



The result of the Poll is as under:

(1) As an Ordinary Resolution - Item No. 1. Passed with the requisite majority

To receive, consider and adopt the financial statements of the Company for the year ended March 31, 2014, including the audited Balance Sheet as at March 31, 2014, the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	09	26,54,674	100
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(2) As an Ordinary Resolution - Item No. 2. Passed with the requisite majority

To elect and appoint Directors in place of those retiring by rotation.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	09	26,54,674	100
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	



(3) As an Ordinary Resolution - Item No. 3. Passed with the requisite majority

To re-appoint, Auditors of the Company and to fix their remuneration.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	09	26,54,674	100
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(4) As a Special Resolution - Item No. 4. Passed with the requisite majority

To borrow monies upto Rs. 150 crores over and above the aggregate of the Paid-up Share Capital and Free Reserves of the company pursuant to Section 180(1)(c) of the Companies Act, 2013.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	09	26,54,674	100
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	



(5) As a Special Resolution - Item No. 5. Passed with the requisite majority

To approve creation of charge hypothecation upto Rs.150 crores under Section 180(1)(a) of the Companies Act, 2013.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	09	26,54,674	100
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(6) As an Ordinary Resolution - Item No. 6. Passed with the requisite majority

To appoint Mr. Ram Sanahi as an Independent Director of the Company to hold office for a term of 5 years.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	09	26,54,674	100
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	



(7) As an Ordinary Resolution - Item No. 7. Passed with the requisite majority

To appoint Mr. Ayyaswami Sundaram as an Independent Director of the Company to hold office for a term of 5 years.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	09	26,54,674	100
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(8) As an Ordinary Resolution - Item No. 8. Passed with the requisite majority

To re-appoint Mr. Kishore Chand Talwar as Chairman and Managing Director of the Company for a term of 3 years.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	06	5,074	100
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	



(9) As a Special Resolution - Item No. 9. Passed with the requisite majority

To re-appoint Mrs. Nany K. Tanna as Whole time Director of the Company for a term of 3 years.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	06	5,074	100
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(10) As an Ordinary Resolution - Item No. 10. Passed with the requisite majority

To ratify the remuneration payable to the Cost Auditors for the financial year ending March 31, 2015.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	09	26,54,674	100
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	



(11) As a Special Resolution - Item No. 11. Passed with the requisite majority
To issue Warrants on Preferential basis to the Promoters and other entities.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	06	5,074	100
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

4. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
5. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,
For GMJ & ASSOCIATES
Company Secretaries



[Signature]
[CS MAHESH SONI]
PARTNER
FCS : 3706; COP : 2324

PLACE : MUMBAI
DATE: 01/09/2014