

Scrutinizer(s) Report
[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21 of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman
60th Annual General Meeting of the Equity shareholders
Of **Atlas Copco (India) Limited**

Dear Sir,

I, Shailesh Dilip Indapurkar, Proprietor, Shailesh Indapurkar & Associates, Company Secretaries, Pune having its office at Radha Ramkrishna Society, Flat No.5, 1st Floor, 1626, Sadashiv Peth, Gopal Gayan Samaj Road, Pune 411 030, have been appointed as scrutinizer of **Atlas Copco (India) Limited** ("the company") having its Registered Office Address at Sveanagar, Mumbai-Pune road, Dapodi, Pune-411012 for the purpose of scrutinizing the poll process in a fair and transparent manner carried out as per the provisions of Companies Act, 2013 read with rules i.e. Companies (Management and Administration) Rules, 2014 on below mentioned resolutions, at the 60th Annual General Meeting of the Equity shareholders of **Atlas Copco (India) Limited** held on Friday the 27th day of November, 2020 at 10.00 a.m at Sveanagar, Mumbai-Pune road, Dapodi, Pune-411012. We submit our report as under:

- 1) After the time fixed for closing of the ballot/poll by the chairman, a ballot box was kept for polling and was locked in my presence with due identification marks placed by me.
- 2) The Locked Ballot box was subsequently opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents of the company and the Authorizations/Proxies if any, lodged with the company.
- 3) During scrutiny we found NIL ballot/poll papers as defective.
- 4) The results of the ballot process/poll are as under:

A) ORDINARY BUSINESS:

- a) **Resolution No.1: To receive, consider and adopt the financial statements of the Company for the year ended 31st March 2020 and the Auditors' and Directors' Report thereon:**



(i)Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favor of resolution	% of total number of valid votes cast
Ballot	8	21731951	100
TOTAL	8	21731951	100

(ii)Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
Ballot	0	0	0
TOTAL	0	0	0

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Ballot	0	0

b) Resolution No.2: To declare final dividend on equity shares:

(i)Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favor of resolution	% of total number of valid votes cast
Ballot	8	21731951	100
TOTAL	8	21731951	100

(ii)Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
Ballot	0	0	0
TOTAL	0	0	0

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Ballot	0	0



c) **Resolution No.3: To appoint a Director in place of Mr. Hans Ola Meyer (DIN: 01385028) who retires by rotation and being eligible, offers himself for re-appointment:**

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

Type of Voting	Number of members voted	Number of votes cast in favor of resolution	% of total number of valid votes cast
Ballot	8	21731951	100
TOTAL	8	21731951	100

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

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
Ballot	0	0	0
TOTAL	0	0	0

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Ballot	0	0

d) **Resolution No.4: To appoint statutory auditors and to fix their remuneration:**

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

Type of Voting	Number of members voted	Number of votes cast in favor of resolution	% of total number of valid votes cast
Ballot	8	21731951	100
TOTAL	8	21731951	100

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

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
Ballot	0	0	0
TOTAL	0	0	0

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Ballot	0	0



B) SPECIAL BUSINESS

e) Resolution No.5 as Ordinary resolution : To appoint Mr.Frans van Niekerk (DIN: 08633761) as a Director and as Managing Director for a term of five years effective from 1st January 2020 and to approve the terms and conditions of the appointment:

(i)Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favor of resolution	% of total number of valid votes cast
Ballot	8	21731951	100
TOTAL	8	21731951	100

(ii)Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
Ballot	0	0	0
TOTAL	0	0	0

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Ballot	0	0

f) Resolution No. 6 as Ordinary resolution: To ratify the remuneration payable to Cost Auditor for FY 2020-2021:

(i)Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favor of resolution	% of total number of valid votes cast
Ballot	8	21731951	100
TOTAL	8	21731951	100

(ii)Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
Ballot	0	0	0
TOTAL	0	0	0

(iii) Invalid votes:

Type of	Total number of members whose votes	Total number of votes
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Voting	were declared invalid	cast by them
Ballot	0	0

g) Resolution No.7as Special Resolution: To approve conversion of the company from 'public limited company' to 'private limited company':

(i)Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favor of resolution	% of total number of valid votes cast
Ballot	8	21731951	100
TOTAL	8	21731951	100

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

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
Ballot	0	0	0
TOTAL	0	0	0

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Ballot	0	0

h) Resolution No. 8 as Special Resolution: To approve substituting the words "ATLAS COPCO (INDIA) LIMITED" in the title and clause I of the Memorandum of Association of the company with the words "ATLAS COPCO (INDIA) PRIVATE LIMITED":

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favor of resolution	% of total number of valid votes cast
Ballot	8	21731951	100
TOTAL	8	21731951	100

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

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
Ballot	0	0	0
TOTAL	0	0	0



(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Ballot	0	0

i) Resolution No. 9 as Special Resolution: To alter and approve the new set of Articles of Association of the company:

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favor of resolution	% of total number of valid votes cast
Ballot	8	21731951	100
TOTAL	8	21731951	100

(ii) Voted against the resolution:

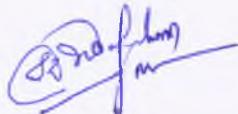
Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
Ballot	0	0	0
TOTAL	0	0	0

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Ballot	0	0

- 5) Based on the above facts, all resolutions may be considered as passed with requisite majority as per the provisions of the Companies Act, 2013.
- 6) Voting register and other papers shall remain in safe custody of the scrutinizer until the chairman considers, approves, signs the Minutes of the aforesaid Annual General Meeting and the same shall be handed over to the Company Secretary for safe keeping.

Thanking you,
Yours faithfully,



CS Shailesh Indapurkar
Scrutinizer
Place: Pune
Date: 30/11/2020

