

9th May 2016

The Chairman
Empee Towers, 5th Floor
No.59, Harris Road
Pudupet,
Chennai- 600002

Sub: Report of Scrutinizer for the Postal Ballot Process vide Notice Dated 21st March 2016 under section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 by Pace Automation Limited. ('the Company')

In the meeting of the Board of Directors of Pace Automation Limited held on 21st March 2016, we, M/s Lakshmmi Subramanian & Associates, were appointed as Scrutinizers for Postal Ballot as per section 110 of the Companies Act, 2013 ('Cos Act') for passing of the following resolutions as special resolution by the members of the Company for the below item.

The Company has availed the e-voting facility for the shareholders to cast their votes to the aforesaid resolution through electronic mode in addition to voting through duly filled in paper postal ballot forms. Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 recognizes voting by electronic mode for postal ballot, which prescribed the appropriate mechanism for e-Voting.

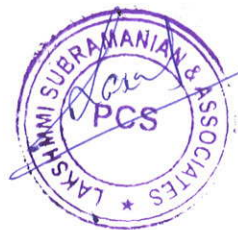
The postal ballot process was accordingly conducted and concluded as below:

- The Company on 6th April, 2016 dispatched the notice under section 110 of the Companies Act, 2013 along with the Postal Ballot forms to the members of the Company whose name appeared on the Register of Members/ List of Beneficiaries as on 18th March, 2016.



- The Company issued an advertisement in Trinity Mirror and Makkal Kural about the dispatch of the postal ballot paper on 7th April, 2016.
- All electronic votes and postal ballot forms received up to the close of working hours at 17.00 hours IST on 7th May, 2016, the last date and time fixed by the Company for receipt of Postal Ballot were considered for my scrutiny.
- Particulars of all Postal Ballot Forms received from the members have been entered in a Register separately maintained electronically for this purpose.
- No member has cast their vote through electronic voting system.
- In determining the validity or otherwise of the physical Postal Ballot received the following criteria was adopted:
 - i. Where the shareholder has left the Ballot Paper Blank or not indicated his vote or incorrectly filled, the ballot has been treated as invalid
 - ii. Where the signatures do not tally or ballot paper bears no signature, the ballot has been treated as invalid.

Based on the data, reports and statements collected as mentioned above, the scrutiny was completed and results were compiled as under.



SUMMARY OF POSTAL BALLOT AND E-VOTING RESULTS

1. Change of object clause of the Memorandum of Association of the Company

Nature of resolution: Special Resolution

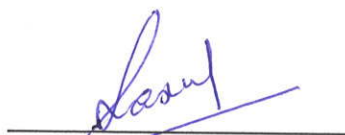
Voting requirement: Three-fourth majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	Nil	Nil
Total Number of Ballot Papers Received (Physical Voting)	12	5971975
Invalid Votes:		
E-voting	Nil	Nil
Physical Voting	1	100
Out of the above		
Number of valid votes cast in favour of the Resolution (E- Voting)	Nil	Nil
Number of valid votes cast in favour of the Resolution (Physical Voting)	11	5971875
Number of votes cast against the Resolution (Both under E-voting and Physical Voting)	Nil	Nil
Percentage to the total votes received in favour of the resolution (Both under E-voting and Physical Voting)	100%	

Result: The requisite majority for passing the above resolution as a Special resolution was received.

Therefore we recommend that you may declare the results as above.

For and on Behalf of Lakshmmi Subramanian & Associates


Ms Lakshmmi Subramanian
Senior Partner
C.P.No : 1087
Scrutinizer

