

VIJAYAKRISHNA K T
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Company Secretary

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REPORT OF SCRUTINIZER ON E-VOTING AND POSTAL BALLOT PROCESS

Private & Confidential
{Strictly to the addressee only}

26th March, 2020

To
Mr. Bharat D. Shah
Chairman
3M India Limited, Plot No 48-51, Electronic City
Hosur Road, Bengaluru- 560 100

Dear Sir

I, Vijayakrishna KT, Company Secretary in Whole-Time Practice (FCS No 1788, CP No.980), having office at # 496/4, 2nd Floor, 10th Cross, Near Bashyam Circle, Sadashivanagar, Bangalore – 560 080, was duly appointed as Scrutinizer by the Company for the purpose of scrutinizing the Postal Ballot facility provided as per Sections 108 and 110 of the Companies Act, 2013 ('the Act'), read with Rule 20 and 22 of the Companies (Management & Administration) Rules, 2014 as amended from time to time ('the Rules') and the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for the votes casts in "favour" or "against" on the Resolution proposed in the Notice dated 11th February, 2020 based on the report provided by KFin Technologies Private Limited (*KFin*) (formerly Karvy Fintech Private Limited), the Agency engaged by the Company to provide e-voting facility and ballots received through post up to 24th March, 2020.

In terms of the aforesaid Notice and as per the provisions of the Act and the Rules, e-voting was kept open from 24th February, 2020 (9.00 A.M. IST) till 24th March, 2020

(5.00 P.M. IST) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the Resolution on the e-voting platform.

The details containing *inter-alia*, the list of the Members, who voted “for” or “against” on the Resolution that was put to vote, was derived from the Ballots received and the report generated from the e-voting website of KFin i.e. <https://evoting.karvy.com> and based on such reports,

- a. 122 members (folio wise) have cast their votes through remote e-voting.
- b. 42 members (folio wise) have cast their votes through Physical Ballot.

On verification of 164 Ballots received by post and voting through e-Voting, up to 24th March, 2020 from the Shareholders of 3M India Limited, holding Equity Shares, both in physical and electronic mode, and based on the information made available to me, I hereby submit my Report on the results of the Postal Ballot, as follows:

VOTING ANALYSIS CONSIDERING BOTH E-VOTING AND PHYSICAL POSTAL BALLOT PAPERS RECEIVED

SPECIAL BUSINESS: SPECIAL RESOLUTION

RE-APPOINTMENT OF MR. BHARAT DHIRAJLAL SHAH (HOLDING DIN: 00136969) AS NON-EXECUTIVE INDEPENDENT DIRECTOR FOR A SECOND TERM.

Particulars	No. of votes contained in						% Total Valid Votes Cast
	Remote E-voting		Ballot Form		Total		
	No. of members voted	No. of Votes cast (Shares)	No. of members voted	No. of Votes cast (Shares)	No. of members voted	No. of Votes cast (Shares)	
Assent	108	9271036	39	3533	147	9274569	99.961
Dissent	12	16413	2	62	14	16475	0.0389
Total	120	9287449	41	3595	161	9291044	100
Invalid/ Abstained	2	675	1	40	3	715	NA

Votes by Shareholders who have voted part of their entitlements were taken accordingly.

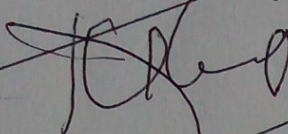
Out of the 42 (Forty Two) Physical Ballot Forms received, 1(One) Postal Ballots Forms containing 40 (Forty) Shares have been rejected as invalid due to mismatch of signatures.

Based on the above information, you may kindly declare the results and take steps accordingly.

I hereby enclose the Postal Ballots Forms received as per details above. E-voting statement is being furnished to you.

Thanking you

Yours faithfully



Vijayakrishna KT

Scrutinizer

UDIN: F001788A000626005

Encl: As above