

FORM 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) Rules, 2014]

To,
The Chairman
95th Annual General Meeting of the Equity Shareholders of Ingersoll-Rand (India) Limited,
Held on August 03, 2017
At 12:00 noon at Vivanta by Taj, 41/3, Mahatma Gandhi Road, Bengaluru – 560001.

Sir,

I, Sachita Shetty, Advocate with M/s. Crawford Bayley & Co., Advocates and Solicitors, appointed as Scrutinizer for the purpose of scrutinizing the poll taken on the below mentioned resolution(s) at the 95th Annual General Meeting of the equity shareholders of Ingersoll-Rand (India) Limited ("Company") held on August 03, 2017 at 12:00 p.m., submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, the 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 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. The poll papers, which were incomplete and/or which were otherwise found defective¹ have been treated as invalid and kept separately. The same were not considered in calculation.
4. The result of the Poll is as under:

a. **Resolution: Item 1**

To receive, consider and adopt the Audited Balance Sheet as at March 31, 2017 and Statement of Profit and Loss for the financial year ended on March 31, 2017 together with the reports of the Directors and the Auditors.

(i) Voted in favour of the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
35	391	100

(ii) Voted against the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Number of members present and voting (in	Number of votes cast by them
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¹ 6 ballot forms were found invalid on account of difference in signatures or no votes cast therein.

person or by proxy)	
6	135

b. RESOLUTION : Item 2

To declare dividend on equity shares of the Company for the financial year ended on March 31, 2017

(i) Voted in favour of the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
37	521	100

(ii) Voted against the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Number of members present and voting (in person or by proxy)	Number of votes cast by them
4	5

c. RESOLUTION : Item 3

To appoint a Director in place of Ms. Jayantika Dave (DIN: 01585850), who retires by rotation and, being eligible, offers herself for reappointment.

(i) Voted in favour of the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
34	461	90.22

(ii) Voted against the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	50	9.78

(iii) Invalid Votes

Number of members present and voting (in person or by proxy)	Number of votes cast by them
5	15

d. RESOLUTION : Item 4

To appoint Messrs. B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248WW-100022), as statutory auditors in place of Messrs. Price Waterhouse & Co Bangalore LLP, the retiring Auditors, for a period of 5 (five) years from the conclusion of this Annual General Meeting.

(i) Voted in favour of the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
36	511	98.08

(ii) Voted against the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10	1.92

(iii) Invalid Votes

Number of members present and voting (in person or by proxy)	Number of votes cast by them
4	5

e. **RESOLUTION : Item 5**

To appointment Mr. Amar Kaul (DIN No. 07574081) as a Director of the Company.

(i) Voted in favour of the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
35	501	100

(ii) Voted against the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Number of members present and voting (in person or by proxy)	Number of votes cast by them
6	25

f. **RESOLUTION : Item 6**

To appoint Mr. Amar Kaul (DIN No. 07574081) as Managing Director of the Company.

(i) Voted in favour of the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
37	521	100

(ii) Voted against the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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0	0	0
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(iii) Invalid Votes

Number of members present and voting (in person or by proxy)	Number of votes cast by them
4	5

g. RESOLUTION : Item 7

Ratification of remuneration to Messrs. Ashish Bhavsar & Associates, Cost Accountants Ahmedabad for the audit of the cost record of the Company for the financial year ending March 31, 2017

(i) Voted in favour of the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
36	511	98.08

(ii) Voted against the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10	1.92

(iii) Invalid Votes

Number of members present and voting (in person or by proxy)	Number of votes cast by them
4	5

5. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. 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 truly,

Sachita Shetty

Place: Mumbai

Date: August 04, 2017

SACHITA SHETTY

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Fort, Mumbai – 400023
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Scrutinizers' Report – e-voting, postal ballot and poll

To,
The Chairman
95th Annual General Meeting of the Equity Shareholders of Ingersoll-Rand (India) Limited,
Held on August 03, 2017
At 12:00 noon at Vivanta by Taj, 41/3, Mahatma Gandhi Road, Bengaluru – 560001.

Sir,

1. I, Sachita Shetty, Advocate at M/s. Crawford Bayley & Co., Advocates and Solicitors, having office at State Buildings, 4th Floor, N.G.N. Vaidya Marg, Fort, Mumbai – 400023 have been appointed as Scrutinizer by the board of directors of Ingersoll-Rand (India) Limited ("Company") for the purpose of scrutinizing:
 - a. the voting by electronic means includes remote e-voting under the provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014;
 - b. the voting by post under the provisions of section 110 of the Companies Act, 2013 read with rule 22 of the Companies (Management and Administration) Rules, 2014; and
 - c. the voting on poll under the provisions of section 109 of the Companies Act, 2013 read with rule 21 of the Companies (Management and Administration) Rules, 2014,in respect of the resolutions contained in the notice of the 95th Annual General Meeting ("AGM") of the Company.
2. The management of the Company is responsible for ensuring compliance with the provisions of the Companies Act, 2013 and the rule relating to voting by electronic means, postal ballot and poll on the resolutions contained in the notice of the AGM of the Company. My responsibility is restricted to making a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolutions put for vote before the shareholders at the AGM of the Company, based on the reports generated by TSR Darashaw Limited, Registrar and Transfer Agents of the Company and electronic voting reports downloaded from the e-voting portal <https://www.evoting.nsdl.com/> of the National Securities Depository Limited.
3. I have issued a separate Scrutinizer's Report dated August 04, 2017 on each on voting through postal ballot; voting by electronic means; and voting on poll at the AGM. I submit herewith my consolidated scrutinizer's report on the results of voting through postal ballot; voting by electronic means; and voting on poll at the AGM as follows:

Resolution: Item 1

To receive, consider and adopt the Audited Balance Sheet as at March 31, 2017 and Statement of Profit and Loss for the financial year ended on March 31, 2017 together with the reports of the Directors and the Auditors.

Promoter/Public	Mode of voting	Total No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding Shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
1. Promoter and Promoter Group	E-Voting		23360000	100.00	23360000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	23360000		100.00	23360000	0	100.00	0.00
2. Public Institutions	E-Voting		2085305	82.15	2085305	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2538535		82.15	2085305	0	100.00	0.00
3. Public – Non Institutions	E-Voting		8036	0.14	8020	16	99.80	0.20
	Poll		526	0.01	391	0	74.33	0.00
	Postal Ballot (if applicable)		2282	0.04	2149	0	94.17	0.00
	Total	5669465		0.19	10560	16	97.38	0.15
TOTAL	E-Voting		25453341	80.63	25453325	16	100.00	0.00
	Poll		526	0.00	391	0	74.33	0.00
	Postal Ballot (if applicable)		2282	0.01	2149	0	94.17	0.00
	Total	31568000		80.64	25455865	16	100.00	0.00

RESOLUTION : Item 2

To declare dividend on equity shares of the Company for the financial year ended on March 31, 2017

Promoter/Public	Mode of voting	Total No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding Shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
1. Promoter and Promoter Group	E-Voting		23360000	100.00	23360000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	23360000	23360000	100.00	23360000	0	100.00	0.00
2. Public Institutions	E-Voting		2085305	82.15	2085305	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2538535	2085305	82.15	2085305	0	100.00	0.00
3. Public – Non Institutions	E-Voting		8114	0.14	8098	16	99.80	0.20
	Poll		526	0.01	521	0	99.05	0.00
	Postal Ballot (if applicable)		2282	0.04	2149	0	94.17	0.00
	Total	5669465	10922	0.19	10768	16	98.59	0.15
TOTAL	E-Voting		25453419	80.63	25453403	16	100.00	0.00
	Poll		526	0.00	521	0	99.05	0.00
	Postal Ballot (if applicable)		2282	0.01	2149	0	94.17	0.00
	Total	31568000	25456227	80.64	25456073	16	100.00	0.00

RESOLUTION : Item 3

To appoint a Director in place of Ms. Jayantika Dave (DIN: 01585850), who retires by rotation and, being eligible, offers herself for reappointment.

Promoter/Public	Mode of voting	Total No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding Shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
1. Promoter and Promoter Group	E-Voting		23360000	100.00	23360000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	23360000	23360000	100.00	23360000	0	100.00	0.00
2. Public Institutions	E-Voting		2085305	82.15	1905808	179497	91.39	8.61
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2538535	2085305	82.15	1905808	179497	91.39	8.61
3. Public - Non Institutions	E-Voting		8021	0.14	7978	43	99.46	0.54
	Poll		526	0.01	461	50	87.64	9.51
	Postal Ballot (if applicable)		2282	0.04	2149	0	94.17	0.00
	Total	5669465	10829	0.19	10588	93	97.77	0.86
TOTAL	E-Voting		25453326	80.63	25273786	179540	99.29	0.71
	Poll		526	0.00	461	50	87.64	9.51
	Postal Ballot (if applicable)		2282	0.01	2149	0	94.17	0.00
	Total	31568000	25456134	80.64	25276396	179590	99.29	0.71

RESOLUTION : Item 4

To appoint Messrs. B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022), as statutory auditors in place of Messrs. Price Waterhouse & Co Bangalore LLP, the retiring Auditors, for a period of 5 (five) years from the conclusion of this Annual General Meeting.

Promoter/Public	Mode of voting	Total No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding Shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]= [(4)/(2)]*100	[7]= [(5)/(2)]*100
1. Promoter and Promoter Group	E-Voting		23360000	100.00	23360000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	23360000	23360000	100.00	23360000	0	100.00	0.00
2. Public Institutions	E-Voting		2085305	82.15	2085305	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2538535	2085305	82.15	2085305	0	100.00	0.00
3. Public – Non Institutions	E-Voting		8086	0.14	7986	100	98.76	1.24
	Poll		526	0.01	511	10	97.15	1.90
	Postal Ballot (if applicable)		2282	0.04	2149	0	94.17	0.00
	Total	5669465	10894	0.19	10646	110	97.72	1.01
TOTAL	E-Voting		25453391	80.63	25453291	100	100.00	0.00
	Poll		526	0.00	511	10	97.15	1.90
	Postal Ballot (if applicable)		2282	0.01	2149	0	94.17	0.00
	Total	31568000	25456199	80.64	25455951	110	100.00	0.00

RESOLUTION : Item 5

To appointment Mr. Amar Kaul as a Director of the Company.

Promoter/Public	Mode of voting	Total No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding Shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
1. Promoter and Promoter Group	E-Voting		23360000	100.00	23360000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	23360000	23360000	100.00	23360000	0	100.00	0.00
2. Public Institutions	E-Voting		2085305	82.15	2085305	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2538535	2085305	82.15	2085305	0	100.00	0.00
3. Public – Non Institutions	E-Voting		7636	0.13	7591	45	99.41	0.59
	Poll		526	0.01	501	0	95.25	0.00
	Postal Ballot (if applicable)		2282	0.04	2149	0	94.17	0.00
	Total	5669465	10444	0.18	10241	45	98.06	0.43
TOTAL	E-Voting		25452941	80.63	25452896	45	100.00	0.00
	Poll		526	0.00	501	0	95.25	0.00
	Postal Ballot (if applicable)		2282	0.01	2149	0	94.17	0.00
	Total	31568000	25455749	80.64	25455546	45	100.00	0.00

RESOLUTION : Item 6

To appoint Mr. Amar Kaul as Managing Director of the Company.

Promoter/Public	Mode of voting	Total No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding Shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
1. Promoter and Promoter Group	E-Voting		23360000	100.00	23360000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	23360000	23360000	100.00	23360000	0	100.00	0.00
2. Public Institutions	E-Voting		2085305	82.15	2085305	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2538535	2085305	82.15	2085305	0	100.00	0.00
3. Public – Non Institutions	E-Voting		7636	0.13	7514	122	98.40	1.60
	Poll		526	0.01	521	0	99.05	0.00
	Postal Ballot (if applicable)		2282	0.04	2149	0	94.17	0.00
	Total	5669465	10444	0.18	10184	122	97.51	1.17
TOTAL	E-Voting		25452941	80.63	25452819	122	100.00	0.00
	Poll		526	0.00	521	0	99.05	0.00
	Postal Ballot (if applicable)		2282	0.01	2149	0	94.17	0.00
	Total	31568000	25455749	80.64	25455489	122	100.00	0.00

RESOLUTION : Item 7

Ratification of remuneration to Messrs. Ashish Bhavsar & Associates, Cost Accountants Ahmedabad for the audit of the cost record of the Company for the financial year ending March 31, 2017

Promoter/Public	Mode of voting	Total No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding Shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	$[3] = [(2)/(1)] * 100$	[4]	[5]	$[6] = [(4)/(2)] * 100$	$[7] = [(5)/(2)] * 100$
1. Promoter and Promoter Group	E-Voting		23360000	100.00	23360000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	23360000	23360000	100.00	23360000	0	100.00	0.00
2. Public Institutions	E-Voting		2085305	82.15	2085305	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2538535	2085305	82.15	2085305	0	100.00	0.00
3. Public – Non Institutions	E-Voting		8036	0.14	7979	57	99.29	0.71
	Poll		526	0.01	511	10	97.15	1.90
	Postal Ballot (if applicable)		2282	0.04	2149	0	94.17	0.00
	Total	5669465	10844	0.19	10639	67	98.11	0.62
TOTAL	E-Voting		25453341	80.63	25453284	57	100.00	0.00
	Poll		526	0.00	511	10	97.15	1.90
	Postal Ballot (if applicable)		2282	0.01	2149	0	94.17	0.00
	Total	31568000	25456149	80.64	25455944	67	100.00	0.00

Based on the foregoing, the Resolution Nos. (1) to (7) have been passed with the requisite majority.

4. The Postal Ballot and all other papers relating to postal ballot, poll and the register and all other papers relating to voting by electronic means are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

Yours truly,



Sachita Shetty

Place: Mumbai

Date: August 04, 2017

SACHITA SHETTY

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N.G.N. Vaidya Marg,
Fort, Mumbai – 400023
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Email: sachita.shetty@crawfordbayley.com

Scrutinizers' Report on ballot forms received by post

[Pursuant to section 110 of the Companies Act, 2013 read with rule 21 of the Companies (Management and Administration) Rules, 2014, as amended]

To,
The Chairman
95th Annual General Meeting of the Equity Shareholders of Ingersoll-Rand (India) Limited,
Held on August 03, 2017
At 12:00 noon at Vivanta by Taj, 41/3, Mahatma Gandhi Road, Bengaluru – 560001.

Sir,

I, Sachita Shetty, Advocate at M/s. Crawford Bayley & Co., Advocates and Solicitors, having office at State Buildings, 4th Floor, N.G.N. Vaidya Marg, Fort, Mumbai – 400023 have been appointed as Scrutinizer by the board of directors of Ingersoll-Rand (India) Limited ("Company") in respect of the below mentioned resolutions passed at the 95th Annual General Meeting of the Company held on August 03, 2017.

The shareholders holding shares of the Company as on the cut-off date of June 23, 2017 were entitled to vote on the proposed resolutions as set out in items 1-7 in the notice of the 95th Annual General Meeting of the Company. The Company completed the dispatch of the ballot forms on July 07, 2017.

Votes cast through ballot forms received upto August 02, 2017 (5:00 p.m.) were considered as specified in the forms. The ballot forms received were reconciled with the records maintained with the Registrar and Transfer Agents of the Company. The total number of shareholders who cast the votes by post were 22 and the total number of shares held by them as on the cut-off date is 2302. The ballot papers received by post which were incomplete and/or were otherwise found defective have been treated as invalid.

Sr. No.	Subject Matter as set out in (AGM Notice)	No. of votes (Shares)		
		For	Against	Abstained/invalid
1.	To receive, consider and adopt the Audited Balance Sheet as at March 31, 2017 and Statement of Profit and Loss for the financial year ended on March 31, 2017 together with the reports of the Directors and the Auditors.	2149	0	133
2.	To declare dividend on equity shares of the Company for the financial year ended on March 31, 2017	2149	0	133
3.	To appoint a Director in place of Ms.	2149	0	133

	Jayantika Dave (DIN: 01585850), who retires by rotation and, being eligible, offers herself for reappointment.			
4.	To appoint Messrs. B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022), as statutory auditors in place of Messrs. Price Waterhouse & Co Bangalore LLP, the retiring Auditors, for a period of 5 (five) years from the conclusion of this Annual General Meeting.	2149	0	133
5.	To appointment Mr. Amar Kaul as a Director of the Company.	2149	0	133
6.	To appoint Mr. Amar Kaul as Managing Director of the Company.	2149	0	133
7.	Ratification of remuneration to Messrs. Ashish Bhavsar & Associates, Cost Accountants Ahmedabad for the audit of the cost record of the Company for the financial year ending March 31, 2017	2149	0	133

Yours truly,


Sachita Shetty

Place: Mumbai

Date: August 04, 2017

SACHITA SHETTY

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Scrutinizers' Report on E-Voting

[Pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

To,
The Chairman
95th Annual General Meeting of the Equity Shareholders of Ingersoll-Rand (India) Limited,
Held on August 03, 2017
At 12:00 noon at Vivanta by Taj, 41/3, Mahatma Gandhi Road, Bengaluru – 560001.

Sir,

The e-voting period for the 95th Annual General Meeting ("AGM") of Ingersoll Rand (India) Limited ("Company") commenced at 09:00 a.m. on July 31, 2017 and ended at 05:00 p.m. on August 02, 2017.

After conclusion of the voting at the AGM of the Company, in my capacity as scrutinizer, I unblocked the votes cast under the e-voting program in the presence of 2 witnesses, and based on an examination/download of the relevant contents of NSDL's e-voting portal <https://www.evoting.nsdl.com/> and examination of other documents, certify the results of the e-voting as under:

Sr. No.	Subject Matter as set out in (AGM Notice	No. of votes (Shares)		
		For	Against	Abstained/invalid
1.	To receive, consider and adopt the Audited Balance Sheet as at March 31, 2017 and Statement of Profit and Loss for the financial year ended on March 31, 2017 together with the reports of the Directors and the Auditors.	25453325	16	0
2.	To declare dividend on equity shares of the Company for the financial year ended on March 31, 2017	25453403	16	0
3.	To appoint a Director in place of Ms. Jayantika Dave (DIN: 01585850), who retires by rotation and, being eligible, offers herself for reappointment.	25273786	179540	0
4.	To appoint Messrs. B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022), as statutory auditors in place of Messrs. Price Waterhouse	25453291	100	0

	& Co Bangalore LLP, the retiring Auditors, for a period of 5 (five) years from the conclusion of this Annual General Meeting.			
5.	To appointment Mr. Amar Kaul as a Director of the Company.	25452896	45	0
6.	To appoint Mr. Amar Kaul as Managing Director of the Company.	25452819	122	0
7.	Ratification of remuneration to Messrs. Ashish Bhavsar & Associates, Cost Accountants Ahmedabad for the audit of the cost record of the Company for the financial year ending March 31, 2017	25453284	57	0

Yours truly,



Sachita Shetty

Place: Mumbai
Date: August 04, 2017