

ARCOTECH LTD.

Regd. Office/Works: 181, Sector-3, Industrial Growth Center Bawal-123501, Distt. Rewari, Haryana
Ph: 01284-264160 / 61, Fax: 01284-264022
CIN : L34300HR1981PLC012151

27th September, 2019

Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001 Fax No. 022 2272 3121 <u>Scrip ID: ARCOTECH, Scrip Code: 532914</u>	National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex. Bandra(E), Mumbai-400051 Fax No. - 022-26598237/38 <u>Symbol: ARCOTECH, Series: EQ</u>
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Sub: Details of Voting Results of the 38th of Annual General Meeting of the Company as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015

Dear Sir,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 details of the Voting Results of the 38th of Annual General Meeting (AGM) of the Company held on Thursday, 26th September, 2019 at 181, sector-3, Industrial Growth Centre, Bawal, Dist. Rewari, Haryana-123501, are enclosed in the prescribed format. All Six (6) resolutions as set out in the notice convening AGM were approved by the members of the Company with requisite majority.

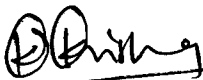
Further we are also enclosing the consolidated Scrutinizer's Report issued by Mr. Saurabh Agrawal, practicing Company Secretary appointed as Scrutinizer for the purpose of scrutinizing e- voting conducted from September 23, 2019 to 25 September, 2019 and voting through ballot paper at the venue of the AGM, respectively.

The above are also uploaded on Company's website.

Please take note on the above and acknowledge the receipt.

Thanking You,

Yours Truly
For Arcotech Limited



Krishan Kumar Mishra
Company secretary

Encl: a/a

ARCOTECH LTD.

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ARCOTECH LTD - AGM Attended and Voting Summary

Format for Voting Result

Date of the AGM	September 26, 2019
Total Number of Shareholders on record date	31778
No. of shareholders present in the meeting either in person or through proxy :	
Promoter & Promoter group	18
Public	26
Total	44
No. of shareholders attended the meeting through Video Conferencing	N.A.
Promoter & Promoter group	
Public	
Total	

Agenda- wise disclosure (to be disclosed separately for agenda item)

1 ORDINARY BUSINESS			Adoption of Accounts.					
Whether promoter/promoter group are interested in the agenda/resolution ?			0					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	67755350	67755350	100.00000	67755350	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		67755350	100.00000	67755350	0	100.00000	
Public - Institutional holders	E-Voting	188350	0		0	0		
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institution	E-Vote	37056300	8119	0.02190	8094	25	99.69210	0.30790
	Poll		8695	0.02350	8695	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		16814	0.04540	16789	25	99.85130	0.14870
Total		105000000	67772164	64.54492	67772139	25	99.99996	0.00004

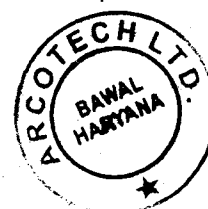
2 ORDINARY BUSINESS			Re-appointment of Mr. Radha Nath Pattnayak, who retires by rotation and, being eligible, offers himself for re-appointment.					
Whether promoter/promoter group are interested in the agenda/resolution ?			0					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	67755350	67755350	100.00000	67755350	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		67755350	100.00000	67755350	0	100.00000	
Public - Institutional holders	E-Voting	188350	0		0	0		
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institution	E-Vote	37056300	8119	0.02190	8094	25	99.69210	0.30790
	Poll		8695	0.02350	8695	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		16814	0.04540	16789	25	99.85130	0.14870
Total		105000000	67772164	64.54492	67772139	25	99.99996	0.00004



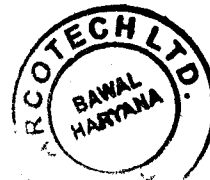
3 SPECIAL BUSINESS			Re-appointment of Mr. Rameshwar Dayal Tayal (DIN:00021148) as an Independent Director of the company for a second consecutive term of 5 years.					
Whether promoter/promoter group are interested in the agenda/resolution ?								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	67755350	67755350	100.00000	67755350	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		67755350	100.00000	67755350	0	100.00000	
Public - Institutional holders	E-Voting	188350	0		0	0		
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institution	E-Vote	37056300	8119	0.02190	8094	25	99.69210	0.30790
	Poll		8695	0.02350	8695	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		16814	0.04540	16789	25	99.85130	0.14870
Total		105000000	67772164	64.54492	67772139	25	99.99996	0.00004

4 SPECIAL BUSINESS			Re-appointment of Ms. Sonia Dube (DIN:01994475) as an Independent Director of the company for a second consecutive term of 5 years.					
Whether promoter/promoter group are interested in the agenda/resolution ?								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	67755350	67755350	100.00000	67755350	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		67755350	100.00000	67755350	0	100.00000	
Public - Institutional holders	E-Voting	188350	0		0	0		
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institution	E-Vote	37056300	8119	0.02190	8094	25	99.69210	0.30790
	Poll		8695	0.02350	8695	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		16814	0.04540	16789	25	99.85130	0.14870
Total		105000000	67772164	64.54492	67772139	25	99.99996	0.00004

5 SPECIAL BUSINESS			Continuation of Directorship of Mr. S.L.Mohan (DIN:00028126) who will attain the age of Seventy Five years on 10th February 2020 as a Non-Executive Independent Director of the company up to conclusion of Annual General Meeting to be held in FY 2020, being the date of expiry of his current term of office.					
Whether promoter/promoter group are interested in the agenda/resolution ?								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	67755350	67755350	100.00000	67755350	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (If applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	
	Total		67755350	100.00000	67755350	0	100.00000	
Public - Institutional holders	E-Voting	188350	0		0	0		
	Poll		0		0	0		
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		0		0	0		
Public - Non Institution	E-Vote	37056300	8119	0.02190	8094	25	99.69210	0.30790
	Poll		8695	0.02350	8695	0	100.00000	
	Postal Ballot (If applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	
	Total		16814	0.04540	16789	25	99.85130	0.14870
Total		105000000	67772164	64.54492	67772139	25	99.99996	0.00004



6 SPECIAL BUSINESS			Ratification of Remuneration of Cost Auditor					
Whether promoter/promoter group are interested in the agenda/resolution ?								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	67755350	67755350	100.00000	67755350	0	100.00000	0
	Poll		0	0.00000	0	0		
	Postal Ballot (If applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		67755350	100.00000	67755350	0	100.00000	
Public - Institutional holders	E-Voting	188350	0		0	0		
	Poll		0		0	0		
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institution	E-Vote	37056300	8119	0.02190	8094	25	99.69210	0.30790
	Poll		8695	0.02350	8695	0	100.00000	
	Postal Ballot (If applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		16814	0.04540	16789	25	99.85130	0.14870
Total		105000000	67772164	64.54492	67772139	25	99.99996	0.00004





Saurabh Agrawal & Co.
Company Secretaries

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Tel.: +91-11-23752129, 40366403
Cell: 9811365004
E-mail: saurabhfc@gmail.com

FORM NO. MGT-13

COMBINED SCRUTINIZER'S REPORT ON E-VOTING AND ON POLL

Pursuant to the Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management & Administration) Rules, 2014

To
The Chairman
Arcotech Limited
181, Sector-3, Industrial Growth Centre, Bawal
Distt. Rewari, Haryana - 123501

Sub: Report on E-Voting carried out during 23rd September, 2019 (9:00 am) to 25th September, 2019 (5:00 pm), and Poll conducted at the 38th Annual General Meeting of the Equity shareholders of Arcotech Limited held on Thursday 26th Day of September, 2019 at 11:00 A.M.

Dear Sir,

We, M/s. Saurabh Agrawal & Co., New Delhi, in the capacity of the Scrutinizer, furnish the consolidated report as under:

1. The Company engaged the services of Central depository Services (India) Limited (CDSL) to offer the e-voting facility to its shareholders. The e-voting facility was offered and kept open by the Company to its shareholders for the period commencing from 23rd September, 2019 (9:00 am) to 25th September, 2019 (5:00 pm). The shareholders whose names appeared in the Register of Members/List of Beneficial Owners as on 19th September, 2019 (i.e. cut-off date) were allowed to participate and vote electronically during the aforesaid period of e-voting. On 26th September, 2019 at 16:27 p.m., the votes cast through e-voting facility were duly unblocked by us in the capacity of the Scrutinizer in the presence of Ms. Deepti Aggarwal and Ms. Pooja Jain who were present as witnesses.
2. At the 38th Annual General Meeting of the Company held on Thursday, 26th September, 2019, at 11:00 A.M. at 181, Sector-3, Industrial Growth Centre, Bawal, Distt Rewari, Haryana-123501, a poll was conducted on all the resolutions to facilitate the members present at the meeting, who did not participate in the e-voting to cast their votes through the poll.
3. Further, 01 (One) empty ballot (polling) box was locked and sealed by us in the presence of the members and the proxies. Subsequent to the completion of polling process, the ballot (polling) box was unlocked by us in the presence of Mrs. Deepti Aggarwal and Ms. Pooja Jain and the poll papers were diligently scrutinized by us. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the company.
4. The result of the Poll and E voting are as under:

Item No. 1 – Ordinary Resolution: Passed

To receive, consider, and adopt the financial statements of the Company for the year ended 31st March, 2019 including Audited Balance Sheet as at 31st March, 2019 and the statement of Profit & Loss for the year ended and Cash Flow Statement as on that date and the reports of the Board of Directors ("the Board") and the auditors thereon.



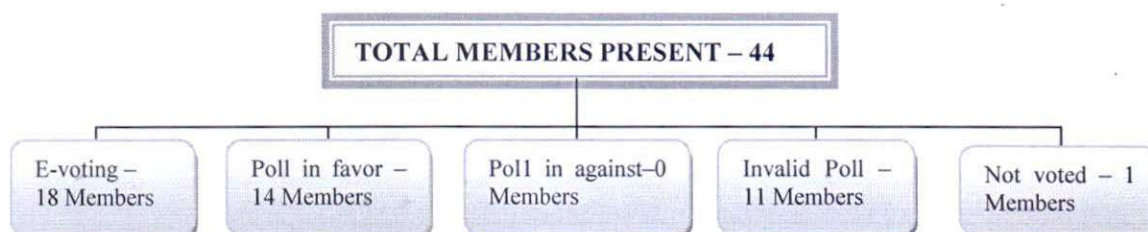
Valid Votes

Voting Method	Votes in favor of the Resolution			Votes against the Resolution		
	Members Voted	No. of shares	%	Members Voted	No. of shares	%
E-Voting	38	67763444	100%	5	25	0%
Poll	14	4300	100%	0	0	0
Total	52	67767744	100%	5	25	0%

Invalid Votes

Voting Method	Total Number of members whose vote declared invalid	Total no. of shares held by them
E-Voting	-	-
Poll	11	9595
Total	11	9595

- Total 43 folios casted their votes through e voting means out of which 38 folios holding 67763444 equity shares have casted their votes in favor of the resolution and 5 folios holding 25 equity shares have casted their votes against the resolution.
- Total 44 members present in the meeting out of which 18 members casted their vote through electronic means, hence not considered in polling, 14 members casted valid votes through poll, 1 member was present in the meeting but neither cast his vote through electronic means nor through polling, further 11 members who casted their vote through poll but declared invalid on account of signature mismatch.



Item No. 2 – Ordinary Resolution: Passed

To appoint a Director in place of Shri Radha Nath Pattnayak (DIN: 01189370), who retires by rotation and, being eligible, offers himself for re-appointment.

Valid Votes

Voting Method	Votes in favor of the Resolution			Votes against the Resolution		
	Members Voted	No. of shares	%	Members Voted	No. of shares	%
E-Voting	36	67762444	100%	5	25	0%
Poll	14	4300	100%	0	0	0%
Total	50	67766744	100%	5	25	0%

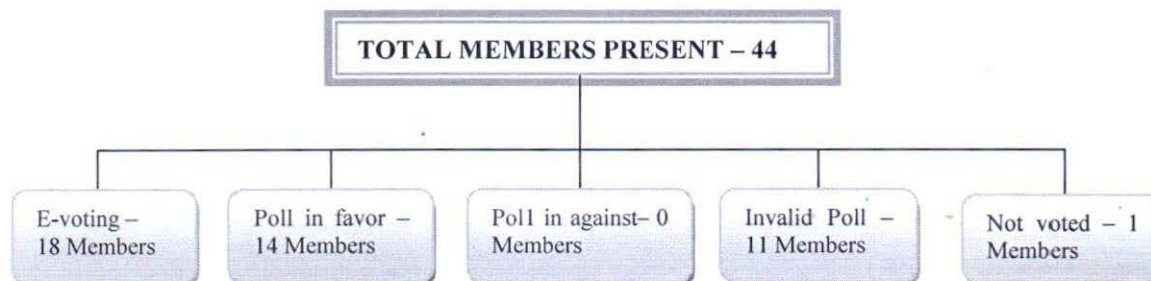
Invalid Votes

Voting Method	Total Number of members whose vote declared invalid	Total no. of shares held by them
E-Voting	-	-
Poll	11	9595
Total	11	9595

- Total 43 folios have casted their vote thorough e voting means out of which 36 folios have casted their votes in favor of the resolution and 5 folios have casted their voted against the resolution. 2 folios holding 500 equity shares each have casted their vote in favor of the resolution but not considered as they both are interested in the resolution.



- Total 44 members present in the meeting out of which 18 members casted their vote through electronic means, hence not considered in polling, 14 members casted valid votes through poll, 1 member was present in the meeting but neither cast his vote through electronic means nor through polling, further 11 members who casted their vote through poll but declared invalid on account of signature mismatch.



Item No. 3 – Special Resolution: Passed

Reappointment of Mr. Rameshwar Dayal Tayal (DIN: 00021148) as an Independent Director for a second consecutive term of 5 years.

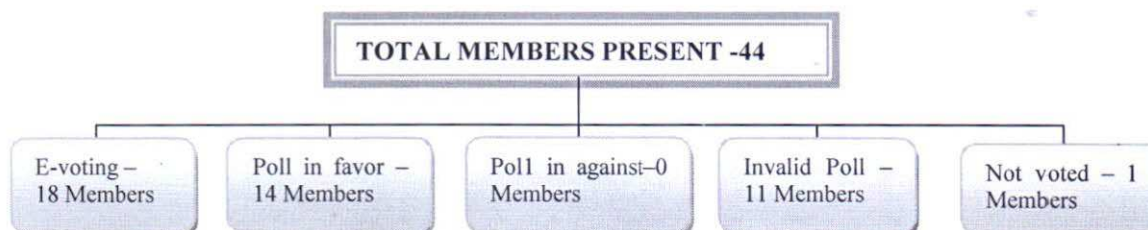
Valid Votes

Voting Method	Votes in favor of the Resolution			Votes against the Resolution		
	Members Voted	No. of shares	%	Members Voted	No. of shares	%
E-Voting	38	67763444	100%	5	25	0%
Poll	14	4300	100%	0	0	0
Total	52	67767744	100%	5	25	0%

Invalid Votes

Voting Method	Total Number of members whose vote declared invalid	Total no. of shares held by them
E-Voting	-	-
Poll	11	9595
Total	11	9595

- Total 43 folios casted their votes through e voting means out of which 38 folios holding 67763444 equity shares have casted their votes in favor of the resolution and 5 folios holding 25 equity shares have casted their votes against the resolution.
- Total 44 members present in the meeting out of which 18 members casted their vote through electronic means, hence not considered in polling, 14 members casted valid votes through poll, 1 member was present in the meeting but neither cast his vote through electronic means nor through polling, further 11 members who casted their vote through poll but declared invalid on account of signature mismatch..



Item No. 4 – Special Resolution: Passed

Reappointment of Ms Sonia Dube (DIN: 01994475) as an Independent Director for a second consecutive term of 5 years.



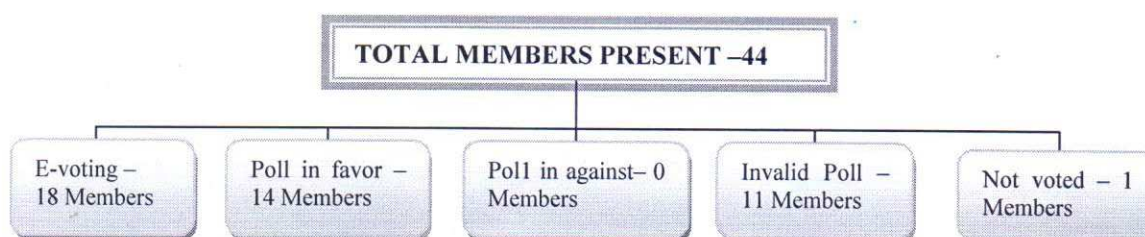
Valid Votes

Voting Method	Votes in favor of the Resolution			Votes against the Resolution		
	Members Voted	No. of shares	%	Members Voted	No. of shares	%
E-Voting	38	67763444	100%	5	25	0%
Poll	14	4300	100%	0	0	0
Total	52	67767744	100%	5	25	0%

Invalid Votes

Voting Method	Total Number of members whose vote declared invalid	Total no. of shares held by them
E-Voting	-	-
Poll	11	9595
Total	11	9595

- Total 43 folios casted their votes through e voting means out of which 38 folios holding 67763444 equity shares have casted their votes in favor of the resolution and 5 folios holding 25 equity shares have casted their votes against the resolution.
- Total 44 members present in the meeting out of which 18 members casted their vote through electronic means, hence not considered in polling, 14 members casted valid votes through poll, 1 member was present in the meeting but neither cast his vote through electronic means nor through polling, further 11 members who casted their vote through poll but declared invalid on account of signature mismatch..



Item No. 5 – Special Resolution: Passed

Continuation of Directorship as Non Executive Independent Director of Mr. S. L Mohan

Valid Votes

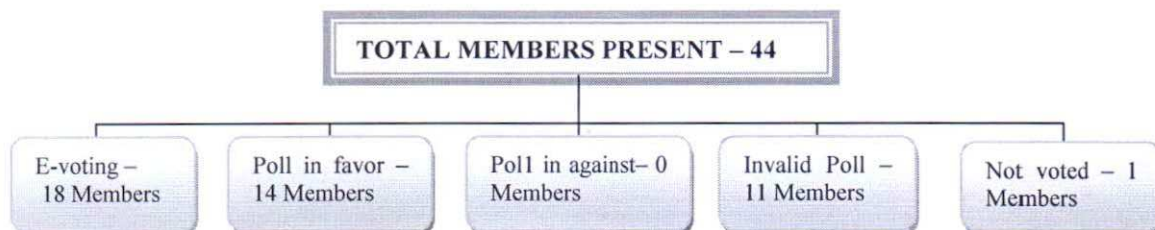
Voting Method	Votes in favor of the Resolution			Votes against the Resolution		
	Members Voted	No. of shares	%	Members Voted	No. of shares	%
E-Voting	38	67763444	100%	5	25	0%
Poll	14	4300	100%	0	0	0
Total	52	67767744	100%	5	25	0%

Invalid Votes

Voting Method	Total Number of members whose vote declared invalid	Total no. of shares held by them
E-Voting	-	-
Poll	11	9595
Total	11	9595

- Total 43 folios casted their votes through e voting means out of which 38 folios holding 67763444 equity shares have casted their votes in favor of the resolution and 5 folios holding 25 equity shares have casted their votes against the resolution.
- Total 44 members present in the meeting out of which 18 members casted their vote through electronic means, hence not considered in polling, 14 members casted valid votes through poll, 1 member was present in the meeting but neither cast his vote through electronic means nor through polling, further 11 members who casted their vote through poll but declared invalid on account of signature mismatch.





Item No. 6 – Ordinary Resolution: Passed

Ratification of the remuneration paid to the Cost Auditor

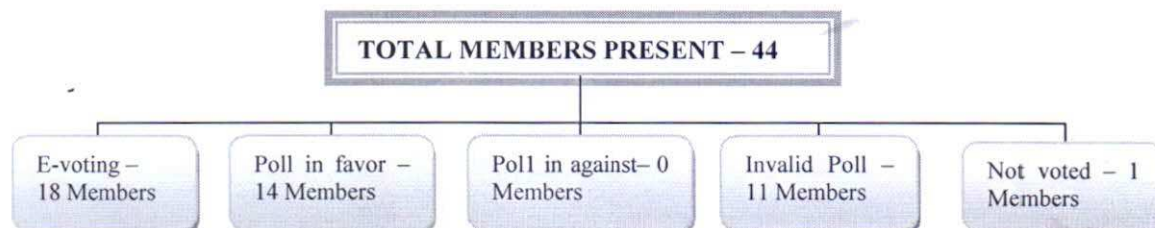
Valid Votes

Voting Method	Votes in favor of the Resolution			Votes against the Resolution		
	Members Voted	No. of shares	%	Members Voted	No. of shares	%
E-Voting	38	67763444	100%	5	25	0%
Poll	14	4300	100%	0	0	0
Total	52	67767744	100%	5	25	0%

Invalid Votes

Voting Method	Total Number of members whose vote declared invalid	Total no. of shares held by them
E-Voting	-	-
Poll	11	9595
Total	11	9595

- Total 43 folios casted their votes through e voting means out of which 38 folios holding 67763444 equity shares have casted their votes in favor of the resolution and 5 folios holding 25 equity shares have casted their votes against the resolution.
- Total 44 members present in the meeting out of which 18 members casted their vote through electronic means, hence not considered in polling, 14 members casted valid votes through poll, 1 member was present in the meeting but neither cast his vote through electronic means nor through polling, further 11 members who casted their vote through poll but declared invalid on account of signature mismatch.



5. The relevant records relating to e-voting and voting conducted by poll process at the Extraordinary General Meeting is handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking You,

Place: New Delhi

Date: 27/07/2018

Yours faithfully


Saurabh Agrawal
Saurabh Agrawal & Co.
Scrutinizer
Practicing Company Secretary
C.P No. 4868