

Ref: VEL/087

29th September, 2017

BSE Limited P. J. Towers, Dalal Street, Mumbai - 400 001 SCRIP CODE 532389	National Stock Exchange Of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 VALECHAENG
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Dear Sirs,

Sub: Passing of Resolution through electronic and poll conducted at the 40th Annual General Meeting of Valecha Engineering Limited held on Friday, 29.09.2017

Ref: Our Letter VEL/062 Dated 09.09.2017

With reference to the above subject matters, we enclose herewith M/s Ragini Chokshi & Co., Practicing Company Secretary, Scrutinizer's **COMBINED SCRUTINIZERS REPORT** dated 29.09.2017 **FOR E-VOTING & POLL** of the Company conducted at the 40th Annual General Meeting of the Company held on Friday, 29.09.2017 at Babasaheb Dahanukar Sabhagriha, Oricon House, 6th Floor, Maharashtra Chamber of Commerce Lane, Kala Ghoda, Fort, Mumbai - 400 001

Please take the documents on records.

Thanking you,

Yours faithfully,
For VALECHA ENGINEERING LIMITED



(VIJAYKUMAR MODI)
Company Secretary & Legal

Encl: as above



Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman of 40th Annual General Meeting (AGM) of the Equity Shareholders of VALECHA ENGINEERING LIMITED held on Friday, 29th September, 2017 at 10:30 a.m. at Babasaheb Dahanukar Sabhagriha, Oricon House, 6th Floor, Maharashtra Chamber of Commerce Lane, Kala Ghoda, Fort, Mumbai - 400 001

Dear Sir,

I, Ragini Choskhi of M/s. Ragini Chokshi & Co., a Company Secretary Firm having its registered office at 34 Kamer Bldg, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai-400001, has been appointed as the Scrutinizer by the Board of Directors of VALECHA ENGINEERING LIMITED (the Company) for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and
- (ii) Scrutinizing the physical ballot (Poll) voting process under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, conducted for passing the resolutions contained in the Notice convening the 40th AGM held on Friday, 29th September, 2017 at 10:30 a.m. at Babasaheb Dahanukar Sabhagriha, Oricon House, 6th Floor, Maharashtra Chamber of Commerce Lane, Kala Ghoda, Fort, Mumbai - 400 001

The Notice dated 16th August, 2017 convening the AGM along with the statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to the shareholders in respect of the below mentioned resolutions to be passed at the AGM of the Equity Shareholders of the Company.

The Company had availed the remote e - voting facility offered by National Securities Depository Limited (NSDL) for facilitating remote e-voting to the Shareholders of the Company. The Company also provided voting by physical ballot (Poll) at the venue of the Annual General Meeting to those members who attended the Annual General Meeting and who had not voted electronically.

The Shareholders of the Company holding shares of the Company as on the "cut-off" date of 22nd September, 2017 were entitled to vote on the resolutions as contained in the Notice of AGM of the Company.

The period for remote e-voting commenced on, at 9:00 a.m. on Tuesday, 26th September, 2017 and ends at 5:00 p.m. on Thursday, 28th September, 2017. The NSDL e-voting platform was blocked thereafter.

On 28th September 2017, after the end of the remote e-voting period, I was provided access to details of the members who had opted for e-voting. The details such as the name of the member, folio number and number of shares held by the member could be seen to ensure that these members do not vote again at the AGM. However the manner in which the votes were cast by the members was not available.

Further, the Chairman announced the voting through Physical Ballot (Poll) at the AGM Venue for the Shareholders who attended the meeting and had not cast their vote earlier through remote e-voting.

After the time fixed for closing of the poll by the Chairman, One (1) ballot box kept for polling was locked in our presence with due identification marks placed by me.

The locked ballot box was subsequently opened in the presence of two witnesses mentioned below, who are not in the employment of the Company. They have signed below in confirmation of the ballot box being opened in their presence.

S.M. Parekh
Name: Sahil Parekh

Pooja
Name: Pooja Prabhulkar

The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by TSR Darashaw Limited, Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.

The votes cast through e-voting were unblocked after the Annual General Meeting in the presence of two witnesses mentioned below, who are not in the employment of the Company. They have signed below in confirmation of the ballot box being opened in their presence.

S.M. Parekh
Name: Sahil Parekh

Pooja
Name: Pooja Prabhulkar

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the e-voting website of NSDL and also the ballot forms received during the poll process at the Annual General Meeting.



The Consolidated Report on the result of the remote e-voting and voting at the meeting through physical ballot(poll) in respect of the said Resolutions is as under:

Resolution No.1: Ordinary Consider and Adopt:

- a. Audited Financial Statements as on 31.03.2017, Reports of the Board of Directors and Auditors thereon.
- b. Audited Consolidated Financial Statements as on 31.03.2017 and Report of the Auditors thereon.

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	26	6977928	99.9613
Physical Ballot	3	23	100.00
Total	29	6977951	99.9613

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	1	2700	0.0387
Physical Ballot	0	0	0
Total	1	2700	0.0387

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Physical Ballot	NIL	NIL



Resolution No.2: Ordinary: Appointment of Auditors M/s Kanu Doshi Associates, LLP and fixing their remuneration for 5 years.

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	26	6980517	99.9984
Physical Ballot	3	23	100.00
Total	29	6980540	99.9984

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	1	111	0.0016
Physical Ballot	0	0	0
Total	1	111	0.0016

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Physical Ballot	NIL	NIL



Resolution No.3: Special: Re-appointment of Mr. Jagdish K. Valecha as Vice Chairman cum Managing Director for 3 years

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	24	6977798	99.9595
Physical Ballot	3	23	100.00
Total	27	6977821	99.9595

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	3	2830	0.0405
Physical Ballot	0	0	0
Total	3	2830	0.0405

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Physical Ballot	NIL	NIL



Resolution No.4: Special: Re-appointment of Mr. Dinesh H. Valecha as Whole Time Director for 1 year

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	23	6977748	99.9587
Physical Ballot	3	23	100.00
Total	26	6977771	99.9587

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	4	2880	0.0413
Physical Ballot	0	0	0
Total	4	2880	0.0413

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Physical Ballot	NIL	NIL



Resolution No.5: Ordinary: Regularization of Appointment of Mr. Tarun Dutta.

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	25	6977909	99.9610
Physical Ballot	3	23	100.00
Total	28	6977932	99.9610

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	2	2719	0.039
Physical Ballot	0	0	0
Total	2	2719	0.039

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Physical Ballot	NIL	NIL



Resolution No. 6: Special: Appointment and payment of remuneration to Mr. Tarun Dutta as Whole Time Director for 1 year.

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	24	6977859	99.9603
Physical Ballot	3	23	100.00
Total	27	6977882	99.9603

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	3	2769	0.0397
Physical Ballot	0	0	0
Total	3	2769	0.0397

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Physical Ballot	NIL	NIL



Resolution No.7: Ordinary: Appointment of Mr. Ketan Gandhi as Independent Director w.e.f. 25.09.2017 for a period of 5 years

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	25	6977909	99.9610
Physical Ballot	3	23	100.00
Total	28	6977932	99.9610

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	2	2719	0.039
Physical Ballot	0	0	0
Total	2	2719	0.039

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Physical Ballot	NIL	NIL



Resolution No.8: Ordinary: Appointment of Mrs. Sonal Jitiya as Non-Executive Director w.e.f. 25.09.2017

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	24	6977798	99.9595
Physical Ballot	3	23	100.00
Total	27	6977821	99.9595

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	3	2830	0.0405
Physical Ballot	0	0	0
Total	3	2830	0.0405

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Physical Ballot	NIL	NIL



Resolution No.9: Ordinary: Approval of the remuneration of the Cost Auditors.

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	25	6977878	99.9613
Physical Ballot	3	23	100.00
Total	28	6977901	99.9613

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	1	2700	0.0387
Physical Ballot	0	0	0
Total	1	2700	0.0387

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Physical Ballot	NIL	NIL



Resolution No.10: Ordinary: Charge a fee from members of the Company for service of documents in a particular mode.

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	25	6977817	99.9597
Physical Ballot	3	23	100.00
Total	28	6977840	99.9597

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	2	2811	0.0403
Physical Ballot	0	0	0
Total	2	2811	0.0403

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Physical Ballot	NIL	NIL



All the resolutions stated above from 01 to 10 have been passed with requisite majority.

The Register, all other papers and relevant records relating to electronic voting and physical ballot (poll) papers, shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting, after which the same will be handed over to the Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

Place: Mumbai
Date: 29.09.2017

For Ragini Chokshi & Co.




Ragini Chokshi
(Proprietor)
ICSI M.No. 2390
ICSI C.P. No. 1436

For VALECHA ENGINEERING LIMITED

A handwritten signature in blue ink, appearing to be "Jame".

CHAIRMAN
40th ANNUAL GENERAL MEETING

Date of Annual General Meeting	29 September 2017
Total number of shareholders on record date	14606
Total number of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	11
Public	19
Total number of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group	Nil
Public	Nil

VALECHA ENGINEERING LIMITED									
Resolution (1)									
Resolution required: (Ordinary / Special)					ORDINARY				
Whether promoter/ promoter group are interested in the agenda/resolution?					NO				
Consider and Adopt: a. Audited Financial Statements as on 31.03.2017, Reports of the Board of Directors and Auditors thereon. b. Audited Consolidated Financial Statements as on 31.03.2017 and Report of the Auditors thereon.									
	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]	$[6]=\frac{[4]}{[5]}*100$	$[7]=\frac{[5]}{[2]}*100$
1	Promoter and Promoter Group	E-Voting	7005180	6974823	99.57	6974823	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		6974823	99.57	6974823	0	100.00	0.00
2	Public - Institutional holders	E-Voting	4602501	0	0.00	0	0	0.00	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		0	0.00	0	0	0.00	0.00
3	Public-Others	E-Voting	10922344	5805	0.05	3105	2700	53.49	46.51
		Poll		23	0.00	23	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		5828	0.05	3128	2700	53.67	46.33
	Total	E-Voting	22530025	6980628	30.98	6977928	2700	99.96	0.04
		Poll		23	0.00	23	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		6980651	30.98	6977951	2700	99.96	0.04



Date of Annual General Meeting	29 September 2017
Total number of shareholders on record date	14606
Total number of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	11
Public	19
Total number of shareholders attended the meeting through Video Conferencing:	Nil
Promoters and Promoter Group	Nil
Public	

VALECHA ENGINEERING LIMITED

Resolution (2)

Resolution required: (Ordinary / Special)

ORDINARY

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Appointment of Auditors M/s Kanu Doshi Associates, LLP and fixing their remuneration for 5 years.

	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	7005180	6974823	99.57	6974823	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		6974823	99.57	6974823	0	100.00	0.00
2	Public - Institutional holders	E-Voting	4602501	0	0.00	0	0	0.00	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		0	0.00	0	0	0.00	0.00
3	Public-Others	E-Voting	10922344	5805	0.05	5694	111	98.09	1.91
		Poll		23	0.00	23	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		5828	0.05	5717	111	98.10	1.90
	Total	E-Voting	22530025	6980628	30.98	6980517	111	100.00	0.00
		Poll		23	0.00	23	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		6980651	30.98	6980540	111	100.00	0.00



Date of Annual General Meeting	29 September 2017
Total number of shareholders on record date	14606
Total number of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	11
Public	19
Total number of shareholders attended the meeting through Video Conferencing:	Nil
Promoters and Promoter Group	Nil
Public	

VALECHA ENGINEERING LIMITED									
Resolution (3)									
Resolution required: (Ordinary / Special)						SPECIAL			
Whether promoter/ promoter group are interested in the agenda/resolution?						NO			
Re-appointment and payment of remuneration to Mr. Jagdish K. Valecha as Vice Chairman cum Managing Director for 3 years.									
	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	7005180	6974823	99.57	6974823	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		6974823	99.57	6974823	0	100.00	0.00
2	Public - Institutional holders	E-Voting	4602501	0	0.00	0	0	0.00	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		0	0.00	0	0	0.00	0.00
3	Public-Others	E-Voting	10922344	5805	0.05	2975	2830	51.25	48.75
		Poll		23	0.00	23	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		5828	0.05	2998	2830	51.44	48.56
	Total	E-Voting	2.3E+07	6980628	30.98	6977798	2830	99.96	0.04
		Poll		23	0.00	23	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		6980651	30.98	6977821	2830	99.96	0.04



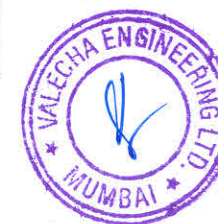
Date of Annual General Meeting	29 September 2017
Total number of shareholders on record date	14606
Total number of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	11
Public	19
Total number of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group	Nil
Public	Nil

VALECHA ENGINEERING LIMITED									
Resolution (4)									
Resolution required: (Ordinary / Special)						SPECIAL			
Whether promoter/ promoter group are interested in the agenda/resolution?						NO			
Re-appointment and payment of remuneration to Mr. Dinesh H. Valecha as Whole Time Director for 1 year.									
	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	7005180	6974823	99.57	6974823	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		6974823	99.57	6974823	0	100.00	0.00
2	Public - Institutional holders	E-Voting	4602501	0	0.00	0	0	0.00	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		0	0.00	0	0	0.00	0.00
3	Public-Others	E-Voting	10922344	5805	0.05	2925	2880	50.39	49.61
		Poll		23	0.00	23	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		5828	0.05	2948	2880	50.58	49.42
	Total	E-Voting	22530025	6980628	30.98	6977748	2880	99.96	0.04
		Poll		23	0.00	23	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		6980651	30.98	6977771	2880	99.96	0.04



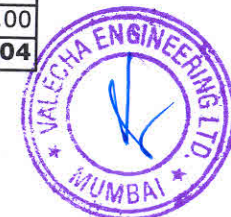
Date of Annual General Meeting	29 September 2017
Total number of shareholders on record date	14606
Total number of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	11
Public	19
Total number of shareholders attended the meeting through Video Conferencing:	Nil
Promoters and Promoter Group	Nil
Public	

VALECHA ENGINEERING LIMITED									
Resolution (5)									
Resolution required: (Ordinary / Special)						ORDINARY			
Whether promoter/ promoter group are interested in the agenda/resolution?						NO			
Regularization of Appointment of Mr. Tarun Dutta.									
	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	7005180	6974823	99.57	6974823	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		6974823	99.57	6974823	0	100.00	0.00
2	Public - Institutional holders	E-Voting	4602501	0	0.00	0	0	0.00	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		0	0.00	0	0	0.00	0.00
3	Public-Others	E-Voting	10922344	5805	0.05	3086	2719	53.16	46.84
		Poll		23	0.00	23	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		5828	0.05	3109	2719	53.35	46.65
	Total	E-Voting	22530025	6980628	30.98	6977909	2719	99.96	0.04
		Poll		23	0.00	23	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		6980651	30.98	6977932	2719	99.96	0.04



Date of Annual General Meeting	29 September 2017
Total number of shareholders on record date	14606
Total number of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	11
Public	19
Total number of shareholders attended the meeting through Video Conferencing:	Nil
Promoters and Promoter Group	Nil
Public	

VALECHA ENGINEERING LIMITED									
Resolution (6)									
Resolution required: (Ordinary / Special)						SPECIAL			
Whether promoter/ promoter group are interested in the agenda/resolution?						NO			
Appointment and payment of remuneration to Mr. Tarun Dutta as Whole Time Director for 1 year.									
	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	7005180	6974823	99.57	6974823	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		6974823	99.57	6974823	0	100.00	0.00
2	Public - Institutional holders	E-Voting	4602501	0	0.00	0	0	0.00	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		0	0.00	0	0	0.00	0.00
3	Public-Others	E-Voting	10922344	5805	0.05	3036	2769	52.30	47.70
		Poll		23	0.00	23	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		5828	0.05	3059	2769	52.49	47.51
	Total	E-Voting	22530025	6980628	30.98	6977859	2769	99.96	0.04
		Poll		23	0.00	23	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		6980651	30.98	6977882	2769	99.96	0.04



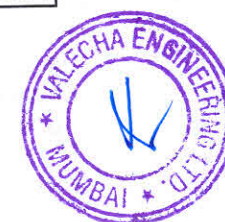
Date of Annual General Meeting	29 September 2017
Total number of shareholders on record date	14606
Total number of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	11
Public	19
Total number of shareholders attended the meeting through Video Conferencing:	Nil
Promoters and Promoter Group	Nil

VALECHA ENGINEERING LIMITED									
Resolution (7)									
Resolution required: (Ordinary / Special)						ORDINARY			
Whether promoter/ promoter group are interested in the agenda/resolution?						NO			
Appointment of Mr. Ketan Gandhi as Independent Director w.e.f. 29.09.2017 for a period of 5 years.									
	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	7005180	6974823	99.57	6974823	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		6974823	99.57	6974823	0	100.00	0.00
2	Public - Institutional holders	E-Voting	4602501	0	0.00	0	0	0.00	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		0	0.00	0	0	0.00	0.00
3	Public-Others	E-Voting	10922344	5805	0.05	3086	2719	53.16	46.84
		Poll		23	0.00	23	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		5828	0.05	3109	2719	53.35	46.65
	Total	E-Voting	22530025	6980628	30.98	6977909	2719	99.96	0.04
		Poll		23	0.00	23	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		6980651	30.98	6977932	2719	99.96	0.04



Date of Annual General Meeting	29 September 2017
Total number of shareholders on record date	14606
Total number of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	11
Public	19
Total number of shareholders attended the meeting through Video Conferencing:	Nil
Promoters and Promoter Group	Nil

VALECHA ENGINEERING LIMITED									
Resolution (8)									
Resolution required: (Ordinary / Special)						ORDINARY			
Whether promoter/ promoter group are interested in the agenda/resolution?						NO			
Appointment of Mrs. Sonal Jitiya as Non-Executive Director w.e.f. 29.09.2017 liable to retire by rotation.									
	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	7005180	6974823	99.57	6974823	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		6974823	99.57	6974823	0	100.00	0.00
2	Public - Institutional holders	E-Voting	4602501	0	0.00	0	0	0.00	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		0	0.00	0	0	0.00	0.00
3	Public-Others	E-Voting	10922344	5805	0.05	2975	2830	51.25	48.75
		Poll		23	0.00	23	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		5828	0.05	2998	2830	51.44	48.56
	Total	E-Voting	22530025	6980628	30.98	6977798	2830	99.96	0.04
		Poll		23	0.00	23	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		6980651	30.98	6977821	2830	99.96	0.04



Date of Annual General Meeting	29 September 2017
Total number of shareholders on record date	14606
Total number of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	11
Public	19
Total number of shareholders attended the meeting through Video Conferencing:	Nil
Promoters and Promoter Group	Nil

VALECHA ENGINEERING LIMITED									
Resolution (9)									
Resolution required: (Ordinary / Special)						ORDINARY			
Whether promoter/ promoter group are interested in the agenda/resolution?						NO			
Approval of the remuneration of the Cost Auditors.									
	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/(1)*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/(2)*100	% of Votes against on votes polled [7]=[5]/(2)*100
			[1]	[2]		[4]	[5]		
1	Promoter and Promoter Group	E-Voting	7005180	6974823	99.57	6974823	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		6974823	99.57	6974823	0	100.00	0.00
2	Public - Institutional holders	E-Voting	4602501	0	0.00	0	0	0.00	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		0	0.00	0	0	0.00	0.00
3	Public-Others	E-Voting	10922344	5755	0.05	3055	2700	53.08	46.92
		Poll		23	0.00	23	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		5778	0.05	3078	2700	53.27	46.73
	Total	E-Voting	22530025	6980578	30.98	6977878	2700	99.96	0.04
		Poll		23	0.00	23	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		6980601	30.98	6977901	2700	99.96	0.04



Date of Annual General Meeting	29 September 2017
Total number of shareholders on record date	14606
Total number of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	11
Public	19
Total number of shareholders attended the meeting through Video Conferencing:	Nil
Promoters and Promoter Group	Nil
Public	Nil

VALECHA ENGINEERING LIMITED									
Resolution (10)									
Resolution required: (Ordinary / Special)						ORDINARY			
Whether promoter/ promoter group are interested in the agenda/resolution?						NO			
Charge A Fee From Members Of The Company For Service Of Documents In A Particular Mode.									
	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	7005180	6974823	99.57	6974823	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		6974823	99.57	6974823	0	100.00	0.00
2	Public - Institutional holders	E-Voting	4602501	0	0.00	0	0	0.00	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		0	0.00	0	0	0.00	0.00
3	Public-Others	E-Voting	10922344	5805	0.05	2994	2811	51.58	48.42
		Poll		23	0.00	23	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		5828	0.05	3017	2811	51.77	48.23
	Total	E-Voting	22530025	6980628	30.98	6977817	2811	99.96	0.04
		Poll		23	0.00	23	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		6980651	30.98	6977840	2811	99.96	0.04

