

RS/LLOYDSENGG/ BSEL-NSEL/2026/89

October 17, 2026

To, The Listing Department, BSE Limited, Floor 25, P. J. Towers, Dalal Street, Mumbai 400 001	To, The Listing Department, National Stock Exchange of India Limited, Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051
Scrip Code: 539992	Symbol: LLOYDSENGG ISIN: INE093R01011

Subject: Disclosure of Voting Results and Report of the Scrutinizer pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Further to our earlier intimation dated 11th September, 2026 and as directed by the Hon'ble National Company Law Tribunal, Mumbai Bench ("Hon'ble NCLT") vide its Order dated August 19, 2026, we inform you that the meeting of the Unsecured Creditors of the Company, to consider and approve the scheme of Merger by Absorption of Lloyds Infrastructure & Construction Limited ('First Transferor Company'), Metalfab Hightech Private Limited ('Second Transferor Company') and Techno Industries Private Limited ('Third Transferor Company') with Lloyds Engineering Works Limited ('Transferee Company') and their respective shareholders ('Scheme'), was held on October 16, 2026 through Video Conferencing / Other Audio-Visual Means. The meeting commenced at 2:45 p.m. (IST) and concluded at 3.25 P.M (IST). We enclose the following:

1. Voting results of the meeting of Unsecured Creditors under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 – **Annexure A**
2. Report of the Scrutinizer dated 16th October, 2026, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 – **Annexure B**

The resolution set out in the Hon'ble NCLT Convened Meeting Notice has been duly passed, through e-voting, with the requisite majority by the Unsecured Creditors of the Company.

The above information is also available on the Company's website at <https://lloydsengg.in/>

Kindly take the above information on your record.

Lloyds Engineering Works Limited

Registered Office : Plot No. A-5/5, MIDC Industrial Area, Murbad, District Thane – 421 401 | +91 2524 222271 | +91 95456 54196
 Corporate Office : A-2, 2nd Floor, Madhu Estate, Pandurang Budhkar Marg, Lower Parel (W), Mumbai – 400 013 | +91 22 6291 8111
 Works : Plot No. A-5/4, A-5/5 & A-6/3, MIDC Industrial Area, Murbad, District Thane – 421 401
 : K-3, Additional Murbad Industrial Area, Kudavali Village, MIDC Murbad, District Thane – 421 401

 www.lloydsengg.in

 infoengg@lloyds.in

 CIN: L28900MH1994PLC081235

Thanking You,

Yours Faithfully,

For Lloyds Engineering Works Limited

**Rahima
Shabbir
Shaikh**

Digitally signed by
Rahima Shabbir Shaikh
Date: 2026.10.17
13:08:59 +05'30'

Rahima Shaikh

Company Secretary and Compliance Officer

Membership No.: 63449

Encl: As Above

Lloyds Engineering Works Limited

Registered Office : Plot No. A-5/5, MIDC Industrial Area, Murbad, District Thane – 421 401 | +91 2524 222271 | +91 95456 54196
Corporate Office : A-2, 2nd Floor, Madhu Estate, Pandurang Budhkar Marg, Lower Parel (W), Mumbai – 400 013 | +91 22 6291 8111
Works : Plot No. A-5/4, A-5/5 & A-6/3, MIDC Industrial Area, Murbad, District Thane – 421 401
: K-3, Additional Murbad Industrial Area, Kudavali Village, MIDC Murbad, District Thane – 421 401

 www.lloydsengg.in

 infoengg@lloyds.in

 CIN: L28900MH1994PLC081235

[Home](#)[Validate](#)

Voting results	
Record date	31-03-2026
Total number of shareholders on record date	1012
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	60
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	Add Notes

[Prev](#)

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the Scheme of Merger by Absorption of Lloyds Infrastructure and Construction Limited, Metalfab Hightech Private Limited, Techno Industries Private Limited with Lloyds Engineering Works Limited and its respective				
Category	Mode of voting	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
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1045458409	758413241	72.5436	758413241	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1045458409	758413241	72.5436	758413241	0	100.0000	0.0000
Total		1045458409	758413241	72.5436	758413241	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

HARSHVARDHAN TARKAS

Practicing Company Secretary

Office: 161, 2nd floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067.

Tel: 022- 49638648; Mob: 9594441611/ Email: cshtarkas@gmail.com

SCRUTINIZER'S REPORT

Pursuant to directions issued by the National Company Law Tribunal, Mumbai Bench, Court-IV, vide its Order dated 19th August, 2026 ("Order") in Company Scheme Application No. CA(CAA)-124/MB/2026

To,

Mr. Pranay Luniya, Practicing Chartered Accountant

The Chairperson appointed for the meeting of Unsecured Creditors of Lloyds Engineering Works Limited ('Fourth Applicant Company' or 'Transferee Company' or 'LEWL' or 'Company')

CIN: L28900MH1994PLC081235

Regd. Office: Plot No A-5/5, MIDC Industrial Area, Murbad Rd, Thane, Maharashtra, India, 421401

Subject: Scrutinizer's Report on Voting Conducted at the Meeting of Unsecured Creditors of Lloyds Engineering Works Limited held on Friday, 16th October, 2026 at 2:45 P.M. (IST)

Respected Sir,

I, Harshvardhan Tarkas, Practicing Company Secretary, appointed by the Hon'ble National Company Law Tribunal, Mumbai Bench, Court-IV ("Hon'ble Tribunal"), vide its Order dated 19th August, 2026, to act as the Scrutinizer for scrutinizing the remote e-voting process prior to the Meeting as well as the e-voting process during the meeting of the Unsecured Creditors ("Meeting") of Lloyds Engineering Works Limited held on Friday, 16th October, 2026 at 2:45 P.M. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"), I do hereby submit my Report as under:

1. That as directed by this Hon'ble Tribunal, the meeting of the Unsecured Creditors of Lloyds Engineering Works Limited was duly convened and held on Friday, 16th October, 2026 at 2:45 P.M. (IST) through VC/OAVM. The deemed venue of the Meeting was the Registered Office of the Company at Plot No A-5/5, MIDC Industrial Area, Murbad Rd, Thane, Maharashtra, India, 421401. Mr. Pranay Luniya, Practicing Chartered Accountant, the Chairperson appointed by the Hon'ble Tribunal, chaired the Meeting. The undersigned, being the Scrutinizer for the Meeting, attended the Meeting through VC/OAVM. Advisors and authorised signatories of the Company were also present at the Meeting through VC/OAVM.
2. That, pursuant to the provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the applicable MCA Circulars, and as per the directions issued by the Hon'ble Tribunal vide its Order dated 19th August, 2026, the Fourth Applicant Company provided the facility to vote on the resolution proposed in the Notice of the Meeting ("Notice") through remote e-voting prior to the Meeting and also through e-voting during the Meeting via VC/OAVM. The Fourth Applicant Company has engaged the services of National Securities Depository Limited ("NSDL") for providing the facility of remote e-voting and e-voting at the Meeting.
3. The compliance with the Hon'ble Tribunal's Order dated 19th August, 2026 in relation to the voting through remote e-voting prior to the Meeting and e-voting during the Meeting (hereinafter collectively referred to as "Voting") on the proposed resolution is the responsibility of the management of the Fourth Applicant Company. The responsibility of the Scrutinizer was to ensure that the Voting was conducted in a fair and transparent manner and to submit the Scrutinizer's Report on the Voting on the resolution to the Chairperson appointed by the Hon'ble Tribunal for the Meeting, based on the report generated on the e-voting system provided by the e-voting agency.



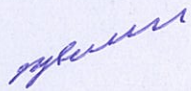
HARSHVARDHAN TARKAS

Practicing Company Secretary

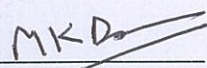
Office: 161, 2nd floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067.

Tel: 022- 49638648; Mob: 9594441611/ Email: cshtarkas@gmail.com

4. As confirmed by the Fourth Applicant Company, the Notice along with the Scheme of Merger by Absorption of Lloyds Infrastructure & Construction Limited ('First Applicant Company'), Metalfab Hightech Private Limited ('Second Applicant Company') and Techno Industries Private Limited ('Third Applicant Company') with Lloyds Engineering Works Limited ('Fourth Applicant Company') and their respective shareholders ("Scheme"), Explanatory Statement, and other documents as required under Sections 230 and 232 and other applicable provisions of the Companies Act, 2013, Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, were duly sent through electronic mode to those Unsecured Creditors of the Fourth Applicant Company whose e-mail ID was registered with the Company in the books of account of the Company as on the cut-off date for sending the Notice, i.e. March 31, 2026. The Notice was sent via speed post to those unsecured creditors whose e-mail address was not available. The Notice convening the Meeting was also published through advertisement in "Business Standard" in the English language and "Loksatta" in the Marathi language, both having circulation in Maharashtra, on Saturday, 12th September, 2026.
5. The Fourth Applicant Company also provided the facility of remote e-voting during the prescribed period prior to the Meeting. The remote e-voting period commenced on Monday, 12th October, 2026 at 09:00 A.M. (IST) and ended on Thursday, 15th October, 2026 at 05:00 P.M. (IST). The cut-off date for determining the eligibility for remote e-voting was 31st March, 2026. At the end of the remote e-voting period, the remote e-voting facility was blocked forthwith. Only those unsecured creditors who were registered in the books of account of the Company as on the cut-off date were eligible to cast their votes.
6. Voting upon the Scheme was conducted through the e-voting system provided at the Meeting of the Unsecured Creditors of the Fourth Applicant Company held through VC/OAVM.
7. The Fourth Applicant Company provided the facility of e-voting during the Meeting only to such unsecured creditors who had not cast their vote through remote e-voting prior to the Meeting.
8. After the closure of e-voting at the Meeting, the votes cast through the remote e-voting facility prior to the Meeting and through e-voting during the Meeting were unblocked and the report was downloaded from the NSDL and the votes were counted in the presence of two witnesses viz. Mr. Nikhil Tarkas and Mrs. Mansi Tarkas.



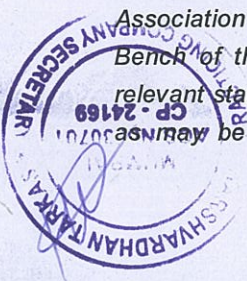
Nikhil Tarkas
(Signature of Witness)



Mansi Tarkas
(Signature of Witness)

9. The resolution below was placed before the Unsecured Creditors of the Fourth Applicant Company and the consolidated result of the Voting on the same through remote e-voting prior to the Meeting and e-voting during the Meeting, seeking approval of the Unsecured Creditors of LEWL, is as under:

"RESOLVED THAT pursuant to the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, and the rules, regulations, circulars and notifications issued thereunder (including any statutory modification or re-enactment thereof), including the Companies (Compromises, Arrangements and Amalgamation) Rules, 2016; subject to the provisions of the Memorandum of Association and Articles of Association of Lloyds Engineering Works Limited (the "Company"), and subject to the approval of the Mumbai Bench of the Hon'ble National Company Law Tribunal ("NCLT") and subject to the approvals of any other relevant statutory or regulatory authorities as may be required, and subject to such conditions and modifications may be prescribed or imposed by the Mumbai Bench of the NCLT, or by any statutory or regulatory



HARSHVARDHAN TARKAS

Practicing Company Secretary

Office: 161, 2nd floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067.

Tel: 022- 49638648; Mob: 9594441611/ Email: cshtarkas@gmail.com

authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to mean and include one or more committee(s) constituted/to be constituted by the Board or any other person authorised by it to exercise its powers including the powers conferred by this Resolution), the proposed arrangement embodied in the Scheme of Merger by Absorption amongst Lloyds Infrastructure & Construction Limited, Metalfab Hightech Private Limited and Techno Industries Private Limited with Lloyds Engineering Works Limited and their respective shareholders ("Scheme") as enclosed with the Notice of the convened Meeting, be and is hereby approved."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to the above resolution and effectively implement the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the NCLT while sanctioning the Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise as to the meaning or interpretation of the Scheme or implementation thereof or in any matter whatsoever connected therewith, including passing of such accounting entries and/or making such adjustments in the books of accounts as considered necessary in giving effect to the Scheme, as the Board may deem fit and proper."

"RESOLVED FURTHER THAT the Board may delegate all or any of its powers herein conferred to any Director(s) and/or officer(s) of the Company to give effect to these Resolutions, if required, as it may in its absolute discretion deem fit, necessary or desirable, without any further approval from the unsecured creditors of the Company."

10. The result of the voting on the resolution for approval of the Scheme (by way of voting through e-voting during the Meeting as well as through remote e-voting process prior to the Meeting) is given as under:

a. Consolidated details of votes cast by Unsecured Creditors of LEWL:

Particulars	No. of Voters Remote E-Voting	No. of Voters E-Voting at Meeting	Total	% of total votes
For	112	12	124	100
Against	0	0	0	0
Invalid	0	0	0	0
Total	0	0	0	0
Abstained	0	0	0	0

b. Voting through e-voting during the Meeting:

Particulars	No. of voters	Value of debt (In INR)
Votes with assent	12	37042936.18
Votes with dissent	0	0
Invalid votes	0	0
Total votes received	12	37042936.18
Abstained	0	0



HARSHVARDHAN TARKAS

Practicing Company Secretary

Office: 161, 2nd floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067.

Tel: 022- 49638648; Mob: 9594441611/ Email: cshtarkas@gmail.com

c. Voting through remote e-voting prior to the Meeting:

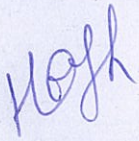
Particulars	No. of voters	Value of debt (In INR)
Votes with assent	112	721370305.71
Votes with dissent	0	0
Invalid votes	0	0
Total votes received	112	721370305.71
Abstained	0	0

d. Consolidated Voting Results:

Particulars	No. of Voters	% of Valid votes cast
Votes with assent	124	100
Votes with dissent	0	0
Total valid votes	124	100
Required threshold	63	>50%
Result	Passed	Passed

Accordingly, based on the votes cast through remote e-voting and e-voting at the Meeting, the resolution approving the Scheme of Merger by Absorption of Lloyds Infrastructure & Construction Limited, Metalfab Hightech Private Limited and Techno Industries Private Limited with Lloyds Engineering Works Limited and their respective shareholders was passed by the Unsecured Creditors with the requisite majority (i.e., 100% in number and 100% in value) as prescribed under Section 230(6) of the Companies Act, 2013

As per compliance with the directions of the Hon'ble Tribunal vide its Order dated 19th August, 2026, the Fourth Applicant Company has duly complied with all the directions given in the said Order in relation to the conduct of the Meeting and the voting process, and as per compliance an affidavit of service of notices and publication dated 5th October, 2026 was filed by Mr. Pranay Luniya, Practicing Chartered Accountant, Chairperson appointed for the Meeting, with the Hon'ble Tribunal vide Filing No. 2709138057132026



Harshvardhan Tarkas

Practicing Company Secretary

Scrutinizer appointed by the Hon'ble National Company Law Tribunal, Mumbai Bench, Court-IV

for the Meeting of Unsecured Creditors of Lloyds Engineering Works Limited

Date: 16th October, 2026

Place: Mumbai