



## ENGINEERING

M&B Engineering Ltd.

Registered Office: 'MB House', 51, Chandrodav Society, Stadium Road, Naranpura, Ahmedabad - 380 014, Gujarat, India

CIN: L45200GJ1981PLC004437 | T: +91 79 2640 5563 / 2646 1314 | E: info@mbphenix.com / info@mbproflex.com

19<sup>th</sup> March, 2026

To, <b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051  <b>Symbol: MBEL</b>	To <b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001  <b>Script Code: 544470</b>
---	---

Dear Sirs,

**Ref.: Disclosure under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Voting Results of the Postal Ballot and the Scrutineer's Report**

1. This is further to our Letter dated February 16, 2026 thereby submitting the Notice of Postal Ballot dated 9<sup>th</sup> February, 2026 issued to the members of the Company for seeking approval of the Members of the Company by way of Special Resolutions for:
  - (i) Ratification of M&B Engineering Limited Employee Stock Option Plan 2024
  - (ii) Ratification of Grant of Employee Stock Options to the Employees of group Company(ies) Including Subsidiary Companies or Associate Companies, or Holding Company of The Company Under The 'M&B Engineering Limited Employee Stock Option Plan 2024'
2. We now enclose herewith voting results of the Postal Ballot on the said Resolutions. The Resolutions of the said Postal Ballot as mentioned in the Notice dated 9<sup>th</sup> February, 2026 are deemed to have been passed on last day of voting i.e. March 18, 2026.
3. We further inform that Mr. Kashyap R. Mehta, Lead Partner of M/s. Kashyap R. Mehta & Partners, Company Secretaries, Scrutinizer, has submitted their report dated March 19, 2026 on the aforesaid Postal Ballot. A copy of the said Report is also enclosed herewith.
4. The voting results along with the scrutineer's report are also being uploaded on the website of the Company i.e. [www.promactimpex.com](http://www.promactimpex.com) and on the website of the e-voting agency, Central Depository Services (India) Limited ('CDSL') i.e. [www.evotingindia.com](http://www.evotingindia.com).

Kindly take the same on record.

Thanking you,

Yours faithfully,

**for M & B ENGINEERING LIMITED,**

**Palak D. Parekh**

**Company Secretary & Compliance Officer**

**Membership No. F10209**



## ENGINEERING

M&B Engineering Ltd.

Registered Office: 'MB House', 51, Chandrodoy Society, Stadium Road, Naranpura, Ahmedabad - 380 014, Gujarat, India  
CIN: L45200GJ1981PLC004437 | T: +91 79 2640 5563 / 2646 1314 | E: info@mbphenix.com / info@mbproflex.com

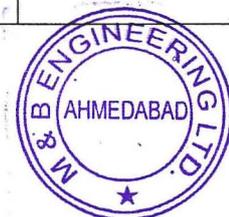
### DECLARATION OF RESULT OF THE RESOLUTIONS PASSED THROUGH POSTAL BALLOT E-VOTING PROCESS

In terms of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('Act') (including any statutory modification or re-enactment thereof for the time being in force), read with Rule(s) 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') for holding general meetings/conducting postal ballot process through e-Voting vide General Circular No(s). 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 read with other subsequent relevant circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as 'MCA Circulars') and read with the Securities and Exchange Board of India ("SEBI"), Master Circulars and applicable SEBI Circulars., **M & B Engineering Limited** had approached the members for according their approval with requisite majority on the 2 (two) Resolutions as mentioned in the Notice dated 9<sup>th</sup> February, 2026 through Postal Ballot e-voting process. Members voted through e-voting from 17<sup>th</sup> February, 2026 to 18<sup>th</sup> March, 2026.

The Board appointed Mr. Kashyap R. Mehta (Membership No. FCS 1821) and failing him, Mr. Yash K. Mehta (Membership No. ACS 43020) Partners of Kashyap R. Mehta & Partners, Practising Company Secretaries, Ahmedabad as Scrutineer to scrutinize the votes cast through e-voting. Scrutineer prepared and submitted their Scrutineers' Report dated 19<sup>th</sup> March, 2026 on the passing of the resolution in terms of the said Rule 22 & 20.

Based on the Scrutineers' Report, I hereby declare that the Resolutions contained in the Postal Ballot Notice dated 9<sup>th</sup> February, 2026 has been duly passed as per the details given below:

Item No.	Brief description of the resolution	No. of Shares/Votes in favour (Assent) & %	No. of Shares/Votes Against (Dissent) & %	Passed as
1.	Special Resolution for Ratification of M&B Engineering Limited Employee Stock Option Plan 2024	4,41,62,578 (97.08%)	13,27,999 (2.92%)	Special Resolution
2.	Special Resolution for Ratification of Grant of Employee Stock Options to the Employees of group Company(ies) including Subsidiary Companies or Associate Companies, or Holding Company of the Company under The 'M&B Engineering Limited Employee Stock Option Plan 2024'	4,41,62,578 (97.08%)	13,27,999 (2.92%)	Special Resolution





## ENGINEERING

M&B Engineering Ltd.

Registered Office: 'MB House', 51, Chandroday Society, Stadium Road, Naranpura, Ahmedabad - 380 014, Gujarat, India  
CIN: L45200GJ1981PLC004437 | T: +91 79 2640 5563 / 2646 1314 | E: info@mbphenix.com / info@mbproflex.com

We are also enclosing herewith copy of the said Report of Scrutineer for your records.

Kindly find the same in order and acknowledge receipt of the same.

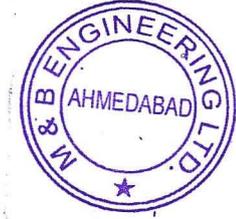
Thanking you,

Yours Faithfully,

**FOR M & B ENGINEERING LIMITED**

*Hemant Modi*

**HEMANT ISHWARLAL MODI  
CHAIRMAN & NON-EXECUTIVE INDEPENDENT DIRECTOR  
(DIN: 00171161)**



Encl: Scrutineer's Report and Declaration of Results

C.C: Central Depository Services (India) Ltd.

<b>CS Kashyap R. Mehta</b> <b>Lead Partner</b> B. Com., LL.B., ACMA, FCS, ACIS (London)	<b>CS Yash K. Mehta</b> <b>Managing Partner</b> B. Com., ACS, FCA, Registered Valuer (SFA)	<b>Kashyap R. Mehta &amp; Partners</b> <b>Company Secretaries</b> FRN: P2025GJ106000 & Peer Review Certificate No. 6827/2025
--	---	--

B - 403, 'The First', Beside ITC Narmada Hotel, Vastrapur, Ahmedabad – 380 015  
Tel. No.: 079-29702975 / 76 / 77 Mobile: 98250 15581 Email: kashyapmehta@hotmail.com

**SCRUTINIZER'S REPORT  
FOR POSTAL BALLOT E-VOTING PROCESS FOR  
M & B ENGINEERING LIMITED**

The Chairman,  
**M & B Engineering Limited,**  
'MB House', 51,  
Chandrodaya Society,  
Stadium Road,  
Ahmedabad – 380 014.

**Sub.: Passing of Special Resolution through Postal Ballot E-voting process pursuant to section 110 of the Companies Act, 2013 and Rules made thereunder of M & B Engineering Limited ('the Company') (CIN: L45200GJ1981PLC004437)**

This is with reference to passing of the 2 (two) Special Resolutions as contained in the Postal Ballot Notice dated 9<sup>th</sup> February, 2026 through Postal Ballot e-voting process of M & B Engineering Limited [CIN- L45200GJ1981PLC004437], a Company incorporated under the Companies Act, 1956 and having its Registered Office at 'MB House', 51, Chandrodaya Society, Stadium Road, Ahmedabad – 380 014, Gujarat, India.

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of the Companies, Act, 2013 and the Rules made there under and the Listing Regulations. The responsibility of the undersigned as a Scrutinizer for Postal Ballot e-voting process is to conduct the Postal Ballot Process in fair and transparent manner and is restricted to give a report on the e-votes cast by the members for the resolutions as contained in the Postal Ballot Notice dated 9<sup>th</sup> February, 2026, based upon the Report generated from the e-voting platform provided by Central Depository Services (India) Limited [CDSL] (www.evotingindia.com), (Extracted Report of CDSL e-voting is attached herewith along with our Scrutinizer's Report at **Annexure - 1**), the authorised agency engaged by the Company to provide e-voting facilities for its Postal Ballot process **up to 5:00 p.m. on 18<sup>th</sup> March, 2026**, being the last date fixed by the Company for postal ballot e-voting.

The Board of Directors of the Company on **9<sup>th</sup> February, 2026** had appointed the undersigned as Scrutinizer for the purpose of conducting the Postal Ballot process and ascertaining the results of the voting on the 2 (two) Special Resolutions to be passed by means of Postal Ballot Mechanism pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('Act') (including any statutory modification or re-enactment thereof for the time being in force), read with Rule(s) 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') for holding general meetings/ conducting postal ballot process through e-Voting vide General Circular No(s). 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 read with other subsequent relevant circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as 'MCA Circulars') and read with the Securities and Exchange Board of India ("SEBI"), Master Circulars and applicable SEBI Circulars.



<b>CS Kashyap R. Mehta</b> <b>Lead Partner</b> B. Com., LL.B., ACMA, FCS, ACIS (London)	<b>CS Yash K. Mehta</b> <b>Managing Partner</b> B. Com., ACS, FCA, Registered Valuer (SFA)	<b>Kashyap R. Mehta &amp; Partners</b> <b>Company Secretaries</b> FRN: P2025GJ106000 & Peer Review Certificate No. 6827/2025
--	---	--

B - 403, 'The First', Beside ITC Narmada Hotel, Vastrapur, Ahmedabad – 380 015  
Tel. No.: 079-29702975 / 76 / 77 Mobile: 98250 15581 Email: kashyapmehta@hotmail.com

As informed to the undersigned, the Company, on 16<sup>th</sup> February, 2026, had completed dispatch of Postal Ballot Notice to its members whose name(s) appear on Register of Members/ List of Beneficial Owners as on **cut-off date i.e. 6<sup>th</sup> February, 2026** and also published Newspaper Advertisement in English and Gujarati (Regional Language) Newspapers containing all the matters as required under Companies Act, 2013 and relevant rules made thereunder, on 17<sup>th</sup> February, 2026 in compliance with the MCA Circulars mentioned above.

The Company appointed Central Depository Services (India) Limited ('CDSL') as the service provider for extending the facility of electronic voting ('e-voting') to the Shareholders/Members of the Company during E-voting period i.e. from **9:00 a.m. on 17<sup>th</sup> February, 2026 to 5:00 p.m. on 18<sup>th</sup> March, 2026**. MUFG Intime (India) Private Limited is the Registrar and Share Transfer agent of the Company.

The Members were required to cast their e-votes on the resolution as contained in the Postal Ballot Notice conveying their assent or dissent, on E-voting platform provided by CDSL from **17<sup>th</sup> February, 2026 to 18<sup>th</sup> March, 2026** in terms of MCA Circulars mentioned above.

The E-voting results were unblocked by the undersigned after 5.00 p.m. on 18<sup>th</sup> March, 2026 in the presence of two witnesses viz. **Ms. Rajkumari R. Udhwani** and **Ms. Aanal R. Desai** at Ahmedabad.

Kindly refer our Scrutinizer's Report dated 19<sup>th</sup> March, 2026 on the results of the Postal Ballot e-voting in respect of the said Special Resolution attached herewith as **Annexure – 1**.

A brief summary of the scrutiny process is as under:

1	Total Folios / Voters as on cut-off Date	33,508
2	Total number of Shareholders to whom Postal Ballot Notice dispatched thorough email only in accordance with MCA Circulars	31,787
3	Number of Voters / Folios voted Electronically	126

The following is the voting results of Postal Ballot E-voting process:

Item No.	Brief description of the Resolution	Type of Resolution	No. of Shares in favour/ Assent & (%)	No. of Shares Against /Dissent & (%)
1.	Special Resolution for Ratification of M&B Engineering Limited Employee Stock Option Plan 2024	Special	4,41,62,578 (97.08%)	13,27,999 (2.92%)
2.	Special Resolution for Ratification of Grant of Employee Stock Options to the Employees of group Company(ies) including Subsidiary Companies or Associate Companies, or Holding Company of the Company under the 'M&B Engineering Limited Employee Stock Option Plan 2024'	Special	4,41,62,578 (97.08%)	13,27,999 (2.92%)



<b>CS Kashyap R. Mehta</b> <b>Lead Partner</b> B. Com., LL.B., ACMA, FCS, ACIS (London)	<b>CS Yash K. Mehta</b> <b>Managing Partner</b> B. Com., ACS, FCA, Registered Valuer (SFA)	<b>Kashyap R. Mehta &amp; Partners</b> <b>Company Secretaries</b> FRN: P2025GJ106000 & Peer Review Certificate No. 6827/2025
--	---	--

B - 403, 'The First', Beside ITC Narmada Hotel, Vastrapur, Ahmedabad – 380 015  
Tel. No.: 079-29702975 / 76 / 77      Mobile: 98250 15581      Email: kashyaprmehta@hotmail.com

The Postal Ballot related documents/records/registers will be handed over to the The Chairman of the Meeting/  
Managing Director of the Company for the safe custody upon declaration of result.

Based on this Report the Company may accordingly declare the result of voting by Postal Ballot process in respect  
of the aforesaid Resolution.



Place: Ahmedabad  
Date: 19<sup>th</sup> March, 2026

**FOR KASHYAP R. MEHTA & PARTNERS**  
**COMPANY SECRETARIES**  
FRN: P2025GJ106000

**KASHYAP R. MEHTA**  
**LEAD PARTNER**  
**COP NO. 2052: FCS NO. 1821: PR-6827/2025**  
**UDIN: F001821G004090202**

**WITNESSED BY:**

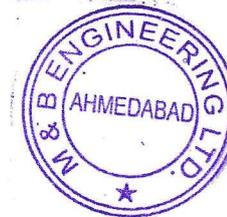
Ms. Rajkumari R. Udhwani:

Ms. Aanal R. Desai:

**COUNTERSIGNED BY:**

For M & B Engineering Limited

**Hemant I. Modi**  
**Chairman**  
**(DIN: 00171161)**



**M & B Engineering Limited**  
[CIN : L45200GJ1981PLC004437]

Annexure -1

**Summary of E-voting done in respect of Postal Ballot process**  
**(Voting Period: started from 9:00 A.M (IST) on 17-02-2026 and ended on 18-03-2026 at 5:00 P.M. (IST))**

Date of AGM/EGM	NA - Postal Ballot
Total Number of Shareholders on Cut-Off Date [i.e. 06-02-2026 for Remote e-voting]	33508
No. of Shareholders Present in the meeting either in person or through Proxy	Not Applicable
Promoter & Promoter Group	Not Applicable
Public	Not Applicable
No. of Shareholder attended the meeting through VC / OAVM	Not Applicable
Promoter & Promoter Group	Not Applicable
Public	Not Applicable

For, KASHYAP R. MEHTA & PARTNERS  
COMPANY SECRETARIES

PARTNER



**Date: 19-03-2026**  
**Place: Ahmedabad**

Scrutineer: Kashyap R. Mehta, Lead Partner, Kashyap R. Mehta and Partners, Ahmedabad

## Resolution - 1

Resolution Required : (Ordinary / Special)				Special					
Whether Promoter / Promoter Group are interested in the Agenda / Resolution ?				No					
Description of Resolution considered				Ratification of M&B Engineering Limited Employee Stock Option Plan 2024					
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	Invalid Votes
		[1]	[2]	[3] [(2)/(1)]*100	[4]	[5]	[6] [(4)/(2)]*100	[7] [(5)/(2)] * 100	
Promoter & Promoter Group	E-Voting	40259741	40259741	100.00	40259741	0	100.00	0.00	0
	Poll / Ballot		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	<b>Total</b>		<b>40259741</b>	<b>40259741</b>	<b>100.00</b>	<b>40259741</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	7823784	5186521	66.29	3859684	1326837	74.42	25.58	0
	Poll / Ballot		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	<b>Total</b>		<b>7823784</b>	<b>5186521</b>	<b>66.29</b>	<b>3859684</b>	<b>1326837</b>	<b>74.42</b>	<b>25.58</b>
Public Non-Institutions	E-Voting	9064690	44315	0.49	43153	1162	97.38	2.62	0
	Poll / Ballot		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	<b>Total</b>		<b>9064690</b>	<b>44315</b>	<b>0.49</b>	<b>43153</b>	<b>1162</b>	<b>97.38</b>	<b>2.62</b>
<b>Total No. of Shares</b>		<b>57148215</b>	<b>45490577</b>	<b>79.60</b>	<b>44162578</b>	<b>1327999</b>	<b>97.08</b>	<b>2.92</b>	<b>0</b>

Whether Resolution is Pass or Not

Yes  
For, KASHYAP R. MEHTA & PARTNERS  
COMPANY SECRETARIES



*[Handwritten Signature]*

PARTNER

Scrutineer: Kashyap R. Mehta, Lead Partner, Kashyap R. Mehta and Partners, Ahmedabad

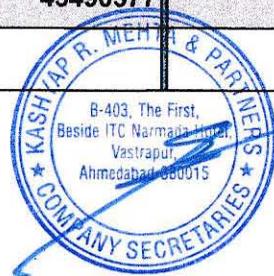
Date: 19-03-2026

Place: Ahmedabad

## Resolution - 2

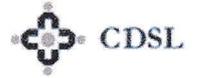
Resolution Required : (Ordinary / Special)				Special					
Whether Promoter / Promoter Group are interested in the Agenda / Resolution ?				No					
Description of Resolution considered				Ratification of Grant of Employee Stock Options to the Employees of group Company(ies) including Subsidiary Companies or Associate Companies, or Holding Company of the Company under the 'M&B Engineering Limited Employee Stock Option Plan 2024'					
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	Invalid Votes
		[1]	[2]	[3] [(2)/(1)]*100	[4]	[5]	[6] [(4)/(2)]*100	[7] [(5)/(2)] * 100	
Promoter & Promoter Group	E-Voting		40259741	100.00	40259741	0	100.00	0.00	0
	Poll / Ballot	40259741	0	0.00	0	0	0.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	<b>Total</b>	<b>40259741</b>	<b>40259741</b>	<b>100.00</b>	<b>40259741</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	<b>0</b>
Public Institutions	E-Voting		5186521	66.29	3859684	1326837	74.42	25.58	0
	Poll / Ballot	7823784	0	0.00	0	0	0.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	<b>Total</b>	<b>7823784</b>	<b>5186521</b>	<b>66.29</b>	<b>3859684</b>	<b>1326837</b>	<b>74.42</b>	<b>25.58</b>	<b>0</b>
Public Non-Institutions	E-Voting		44315	0.49	43153	1162	97.38	2.62	0
	Poll / Ballot	9064690	0	0.00	0	0	0.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	<b>Total</b>	<b>9064690</b>	<b>44315</b>	<b>0.49</b>	<b>43153</b>	<b>1162</b>	<b>97.38</b>	<b>2.62</b>	<b>0</b>
<b>Total No. of Shares</b>		<b>57148215</b>	<b>45490577</b>	<b>79.60</b>	<b>44162578</b>	<b>1327999</b>	<b>97.08</b>	<b>2.92</b>	<b>0</b>
						Whether Resolution is Pass or Not		Yes For, KASHYAP R. MEHTA & PARTNERS COMPANY SECRETARIES	

**Date: 19-03-2026**  
**Place: Ahmedabad**



*(Signature)*  
**PARTNER**

Scrutineer: Kashyap R. Mehta, Lead Partner, Kashyap R. Mehta and Partners, Ahmedabad



- Home
- About Us ▾
- Group Sites ▾
- Registration
- Help
- Contact Us ▾
- Terms of Use

[Home](#) | [About Us](#) | [Group Sites](#) | [Registration](#) | [Help](#) | [Contact Us](#) | [Terms of Use](#)

- Venue Voting**
- VC/Venue Attendance Report
- Manage Users
- Allocate Functional Users
- Voting Restrictions
- EVSN
- Entry
- Upload
- Check File Status
- Ballot Details
- Finalise Voting
- Report
- Vote Verification
- Change Password

You will be redirected to a new page after 1800 seconds of inactivity. Welcome admin{SCRUTINIZERADMIN} [Logout](#)

### Ballot Details

Voting Result as of today.

**EVSN** 260209007 for M & B ENGINEERING LIMITED  
**ISIN** INE08N601015 M AND B ENGINEERING LIMITED # EQUITY SHARES  
**Nominal Value** 10  
**Voting Rights** 1  
**Total Folios Voted** 126  
**No of Votes** 45490577

Res. No.	yes	yes	no	no	Total Count	Total
1	110	44162578 (97.08%)	16	1327999 (2.92%)	126	45490577
2	110	44162578 (97.08%)	16	1327999 (2.92%)	126	45490577

[Download CSV](#)

