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TECHNOFAB ENGINEERING LIMITED

CIN : L74210DL1971PLC005712

September 26, 2014

The National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex, Bandra (E)
Mumbai - 400051

The Bombay Stock Exchange Limited
15th Floor, Phiroze Jeejeeboy Towers
Dalal Street,
Mumbai – 400001

Subject:- Voting results of 43rd Annual General Meeting of the Company in compliance with Clause 35 A of the Listing Agreement

Dear Sir/Madam,

In compliance with Clause 35A of the Listing Agreement, we hereby submit the voting results on the business transacted as per the notice of the 43rd Annual General Meeting of the company held on 25th September, 2014 at 10:30 A.M. at India Islamic Cultural Centre, 87-88 Lodhi Road, New Delhi – 110003.

S.No	Particulars	AGM
1	Date of Annual General Meeting	25 th September, 2014
3	Total Number of Shareholders on Record date	5846
4	Number of Shareholders present in the AGM either in Person or through Proxy	210
4a.	Promoter & Promoter Group	10
4b.	Public	200
	TOTAL	210
5	No. of Shareholders attended the meeting through Video Conferencing	NIL

Based on Scrutinizer reports, all the Resolutions set out in the Notice of 43rd Annual General Meeting have been duly approved by the shareholders of the company with requisite majority.

Further, the voting was done by the way of E- Voting and poll. The agenda wise details of the resolutions passed is attached herewith as Annexure – I.

Thanking You
For **TECHNOFAB ENGINEERING LIMITED**


Sandeep Vij
CFO & Company Secretary
Encl: Annexure- I



AGENDA WISE DETAILS OF THE RESOLUTIONS PASSED**Resolution 1**

To receive, consider and adopt the Profit & Loss Account for the year ended March 31, 2014, the Balance Sheet as on March 31, 2014 and the Reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution)

Shareholder	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)= [(2)/(1)]*100	No of Votes in Favor (4)	No. Votes – Against (5)	% of votes in favor on votes polled (6)= [(4)/(2)]*100	% of votes against on votes polled (7)= [(5)/(2)]*100
Promoter & Promoter Group	5017330	5017330	100	5017330	NIL	100	NIL
Public-Institutional Holders	129873	NIL	NIL	NIL	NIL	NIL	NIL
Public- Others	5342797	1199722	22.45	1199721	1	99.99	0.01
Total	10490000	6217052		6217051	1		



AGENDA WISE DETAILS OF THE RESOLUTIONS PASSED

Resolution 2- To appoint a Director in place of Sh. Arjun Gupta, Director who retires by rotation and being eligible, seeks re-appointment. (Ordinary Resolution).

Shareholder	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)= [(2)/(1)]*100	No of Votes in Favor (4)	No. Votes – Against (5)	% of votes in favor on votes polled (6)= [(4)/(2)]*100	% of votes against on votes polled (7)= [(5)/(2)]*100
Promoter & Promoter Group	5017330	5017330	100	5017330	NIL	100	NIL
Public-Institutional Holders	129873	NIL	NIL	NIL	NIL	NIL	NIL
Public- Others	5342797	1199722	22.45	1199721	1	99.99	0.01
Total	10490000	6217052		6217051	1		



AGENDA WISE DETAILS OF THE RESOLUTIONS PASSED

Resolution 3- To re-appoint M/s Rajesh Suresh Jain & Associates, Chartered Accountants (FRN: 017163N) as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting at such remuneration as shall be fixed by the Board of Directors of the Company. (Ordinary Resolution)

Shareholder	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)= [(2)/(1)]*100	No of Votes in Favor (4)	No. Votes – Against (5)	% of votes in favor on votes polled (6)= [(4)/(2)]*100	% of votes against on votes polled (7)= [(5)/(2)]*100
Promoter & Promoter Group	5017330	5017330	100	5017330	NIL	100	NIL
Public-Institutional Holders	129873	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	5342797	1199722	22.45	1199721	1	99.99	0.01
Total	10490000	6217052		6217051	1		



AGENDA WISE DETAILS OF THE RESOLUTIONS PASSED

Resolution 4 - To Appoint Shri Pawan Chopra (DIN:00417967) as an Independent Director. (Ordinary Resolution)

Shareholder	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)= [(2)/(1)]*100	No of Votes in Favor (4)	No. Votes – Against (5)	% of votes in favor on votes polled (6)= [(4)/(2)]*100	% of votes against on votes polled (7)= [(5)/(2)]*100
Promoter & Promoter Group	5017330	5017330	100	5017330	NIL	100	NIL
Public-Institutional Holders	129873	NIL	NIL	NIL	NIL	NIL	NIL
Public- Others	5342797	1199722	22.45	1199721	1	99.99	0.01
Total	10490000	6217052		6217051	1		

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AGENDA WISE DETAILS OF THE RESOLUTIONS PASSED

Resolution 5- To Appoint Shri Viresh Shankar Mathur (DIN:01382982), as an Independent Director.
(Ordinary Resolution)

Shareholder	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)= [(2)/(1)]*100	No of Votes in Favor (4)	No. Votes – Against (5)	% of votes in favor on votes polled (6)= [(4)/(2)]*100	% of votes against on votes polled (7)= [(5)/(2)]*100
Promoter & Promoter Group	5017330	5017330	100	5017330	NIL	100	NIL
Public-Institutional Holders	129873	NIL	NIL	NIL	NIL	NIL	NIL
Public- Others	5342797	1199722	22.45	1199721	1	99.99	0.01
Total	10490000	6217052		6217051	1		



AGENDA WISE DETAILS OF THE RESOLUTIONS PASSED

Resolution 6 - To Appoint Shri Arun Mitter (DIN:00022941), as an Independent Director. (Ordinary Resolution)

Shareholder	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)= [(2)/(1)]*100	No of Votes in Favor (4)	No. Votes – Against (5)	% of votes in favor on votes polled (6)= [(4)/(2)]*100	% of votes against on votes polled (7)= [(5)/(2)]*100
Promoter & Promoter Group	5017330	5017330	100	5017330	NIL	100	NIL
Public-Institutional Holders	129873	NIL	NIL	NIL	NIL	NIL	NIL
Public- Others	5342797	1199722	22.45	1199721	1	99.99	0.01
Total	10490000	6217052		6217051	1		



AGENDA WISE DETAILS OF THE RESOLUTIONS PASSED

Resolution 7- To reconfirm authority to the Board of Directors for borrowing money up to 1500 crores (Special Resolution)

Shareholder	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)= [(2)/(1)]*100	No of Votes in Favor (4)	No. Votes – Against (5)	% of votes in favor on votes polled (6)= [(4)/(2)]*100	% of votes against on votes polled (7)= [(5)/(2)]*100
Promoter & Promoter Group	5017330	5017330	100	5017330	NIL	100	NIL
Public-Institutional Holders	129873	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	5342797	1199722	22.45	1199721	1	99.99	0.01
Total	10490000	6217052		6217051	1		



AGENDA WISE DETAILS OF THE RESOLUTIONS PASSED**Resolution 8** - To authorize Board of Directors to enter into related party transactions (Special Resolution)

Shareholder	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)= [(2)/(1)]*100	No of Votes in Favor (4)	No. Votes – Against (5)	% of votes in favor on votes polled (6)= [(4)/(2)]*100	% of votes against on votes polled (7)= [(5)/(2)]*100
Promoter & Promoter Group	5017330	NIL	NIL	NIL	NIL	NIL	NIL
Public-Institutional Holders	129873	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	5342797	1155190	21.62	1155189	1	99.99	0.01
Total	10490000	1155190		1155189	1		



AGENDA WISE DETAILS OF THE RESOLUTIONS PASSED

Resolution 9 – To consider and approve re-appointment of Shri Avinash C Gupta as Managing Director of the Company. (Special Resolution)

Shareholder	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)= [(2)/(1)]*100	No of Votes in Favor (4)	No. Votes – Against (5)	% of votes in favor on votes polled (6)= [(4)/(2)]*100	% of votes against on votes polled (7)= [(5)/(2)]*100
Promoter & Promoter Group	5017330	5017330	100	5017330	NIL	100	NIL
Public-Institutional Holders	129873	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	5342797	1199722	22.45	1199721	1	99.99	0.01
Total	10490000	6217052		6217051	1		



AGENDA WISE DETAILS OF THE RESOLUTIONS PASSED

Resolution 10 - To consider and approve re-appointment of Shri Arjun Gupta as Whole Time Director of the Company. (Special Resolution)

Shareholder	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)= [(2)/(1)]*100	No of Votes in Favor (4)	No. Votes – Against (5)	% of votes in favor on votes polled (6)= [(4)/(2)]*100	% of votes against on votes polled (7)= [(5)/(2)]*100
Promoter & Promoter Group	5017330	5017330	100	5017330	NIL	100	NIL
Public-Institutional Holders	129873	NIL	NIL	NIL	NIL	NIL	NIL
Public- Others	5342797	1199721	22.45	1199720	1	99.99	0.01
Total	10490000	6217051		6217050	1		



AGENDA WISE DETAILS OF THE RESOLUTIONS PASSED

Resolution 11 – To consider and approve re-appointment of re-appointment of Shri Nakul Gupta as Whole Time Director of the Company. (Special Resolution)

Shareholder	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)= [(2)/(1)]*100	No of Votes in Favor (4)	No. Votes – Against (5)	% of votes in favor on votes polled (6)= [(4)/(2)]*100	% of votes against on votes polled (7)= [(5)/(2)]*100
Promoter & Promoter Group	5017330	5017330	100	5017330	NIL	100	NIL
Public-Institutional Holders	129873	NIL	NIL	NIL	NIL	NIL	NIL
Public- Others	5342797	1199576	22.45	1199575	1	99.99	0.01
Total	10490000	6216906		6216905	1		

