

Thejo Engineering Limited

41, Cathedral Road,
Chennai 600 086.
India

T 91 44 42221900
F 91 44 42221910
thejo@thejo-engg.com
www.thejo-engg.com



August 20, 2019

The Manager, Listing Department,
The National Stock Exchange of India Limited,
Exchange Plaza,
Bandra Kurla Complex (Bandra East),
Mumbai – 400 051.

Scrip Code: Thejo – EQ (SM)

Dear Sir/Madam,

Sub: Voting results and Scrutinizer Report of 33rd Annual General Meeting ('AGM')

With reference to the 33rd Annual General Meeting ('AGM') of the Company held on August 19, 2019, we would like to inform that the Scrutinizer has submitted his consolidated report on August 20, 2019. Based on the said report, all the items of business contained in the Notice dated May 28, 2019, were declared as duly transacted with requisite majority. The remote e-voting and poll results along with scrutinizer's report is uploaded on the Company's website. Pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details of voting results and Report of Scrutinizer are attached herewith.

This is for your information and records.

Thanking You

Yours faithfully,

For THEJO ENGINEERING LIMITED

M.D. Ravikanth

CFO & Secretary

Voting Results of 33rd Annual General Meeting of Thejo Engineering Limited
Disclosure as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of the Company		Thejo Engineering Limited						
Date of the AGM/EGM		August 19, 2019						
Total number of shareholders on record date (August 12, 2019)		268						
No. of shareholders present in the meeting either in person or through proxy:		18						
Promoters and Promoter Group:		5						
Public:		13						
No. of Shareholders attended the meeting through Video Conferencing		Not Applicable						
Promoters and Promoter Group:		Not Applicable						
Public:		Not Applicable						
Resolution required: (Ordinary/ Special)		Ordinary-1. 1. Adoption of a. the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2019 and the Reports of the Board of Directors and Auditors thereon. b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2019 with the report of Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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 and Promoter Group	E-Voting		1946340	100.00	1946340	0	100.00	0
	Poll	1946340	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Sub Total	1946340	1946340	100.00	1946340	0	100.00	0
Public - Institutions	E-Voting		-	-	-	-	-	-
	Poll	382072	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Sub Total	382072	0	0.00	0	0	0.00	0



Public - Non Institutions	E-Voting	412900	36.99	412900	0	100.00	0
	Poll	48400	4.34	48400	0	100.00	0
	Postal Ballot	-	-	-	-	-	-
	Sub Total	1116340	41.33	461300	0	100.00	0
Total	Grand Total	3444752	69.89	2407640	0	100.00	0

Ordinary-2. Declaration of Dividend on Equity Shares for the Financial Year ended 31st March, 2019								
No								
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 and Promoter Group	E-Voting	1946340	1946340	100.00	1946340	0	100.00	0
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	Sub Total	1946340	1946340	100.00	1946340	0	100.00	0
Public - Institutions	E-Voting	382072	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	Sub Total	382072	0	0.00	0	0	0.00	0
Public - Non Institutions	E-Voting	1116340	412900	36.99	412900	0	100.00	0
	Poll		48400	4.34	48400	0	100.00	0
	Postal Ballot		-	-	-	-	-	-
	Sub Total	1116340	461300	41.33	461300	0	100.00	0
Total	Grand Total	3444752	2407640	69.89	2407640	0	100.00	0

Ordinary-3. Appointment of a Director in place of Mr. V A George (DIN 01493737), who retires by rotation and being eligible, seeks re-appointment.	
Resolution required: (Ordinary/ Special)	Yes*
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 and Promoter Group	E-Voting	1946340	1946340	100.00	1946340	0	100.00	0
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Sub Total	1946340	1946340	100.00	1946340	0	100.00	0
Public - Institutions	E-Voting	382072	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Sub Total	382072	0	0.00	0	0	0.00	0
Public - Non Institutions	E-Voting	1116340	412900	36.99	412900	0	100.00	0
	Poll		48400	4.34	48400	0	100.00	0
	Postal Ballot		-	-	-	-	-	-
	Sub Total	1116340	461300	41.33	461300	0	100.00	0
Total	Grand Total	3444752	2407640	69.89	2407640	0	100.00	0

*Mr. V.A. George and his relatives falling under promoter and promoter group are interested in the resolution

Resolution required: (Ordinary/ Special)	Ordinary-4. Appointment of a Director in place of Mr. Manoj Joseph (DIN 00434579), who retires by rotation and being eligible, seeks re-appointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes**							
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 and Promoter Group	E-Voting	1946340	1946340	100.00	1946340	0	100.00	0
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Sub Total	1946340	1946340	100.00	1946340	0	100.00	0



Public - Institutions	E-Voting	382072	-	-	-	-	-
	Poll		-	-	-	-	-
	Postal Ballot		-	-	-	-	-
	Sub Total		0	0.00	0	0	0.00
Public - Non Institutions	E-Voting	1116340	412900	36.99	412900	0	100.00
	Poll		48400	4.34	48400	0	100.00
	Postal Ballot		-	-	-	-	-
	Sub Total		461300	41.33	461300	0	100.00
Total	Grand Total	3444752	2407640	69.89	2407640	0	100.00

**Mr. Manoj Joseph and his relatives falling under promoter and promoter group are interested in the resolution

Resolution required: (Ordinary/ Special)		Special-5. Re-appointment of Mrs. Sujatha Jayarajan (DIN 00633989) as Independent Director for a period of 5 (Five) years, with effect from 01st April, 2020						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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 and Promoter Group	E-Voting	1946340	1946340	100.00	1946340	0	100.00	0
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Sub Total		1946340	100.00	1946340	0	100.00	0
Public - Institutions	E-Voting	382072	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Sub Total		0	0.00	0	0	0.00	0
Public - Non Institutions	E-Voting	1116340	412900	36.99	412900	0	100.00	0
	Poll		48400	4.34	48400	0	100.00	0
	Postal Ballot		-	-	-	-	-	-
	Sub Total		461300	41.33	461300	0	100.00	0
Total	Grand Total	3444752	2407640	69.89	2407640	0	100.00	0



Scrutinizer's Report

[Pursuant to Sections 108 and 109 of the Companies Act, 2013 read with
Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014]

To

The Chairman

M/S Thejo Engineering Limited

3rd Floor, VDS House No. 41,

Cathedral Road,

Chennai - 600086.

Dear Sir,

Sub: Annual General Meeting held on 19th August, 2019

I, G.Porselvam, Company Secretary in Practice, have been appointed as Scrutinizer by the Board of Directors of M/S Thejo Engineering Limited (the Company), having its Registered Office at '3rd Floor, VDS House No. 41, Cathedral Road, Chennai-600 086, for the purpose of scrutinizing the remote e-voting and voting through Ballot Paper at the Annual General Meeting in terms of Sections 108 and 109 of The Companies Act, 2013 (the Act) read with the Companies (Management and Administration) Rules, 2014 (the Rules) on the resolutions contained in the Notice of the 33rd Annual General Meeting (AGM) of the members of the company, held on Monday, the 19th day of August, 2019 at 10.00A.M.at The Music Academy, Kasturi Srinivasan Hall (Mini Hall), New No. 168, T.T.K. Road, Royapettah, Chennai – 600 014.

- 1) The Management of the Company is responsible to ensure the compliance with the requirements of The Companies Act, 2013 and Rules made there under relating to remote e-voting and poll on the resolutions contained in the Notice of the AGM of the Company.
- 2) My responsibility as Scrutinizer for the e-voting process and for the Poll at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports downloaded from the e-voting system




provided by CDSL for e-voting and the Polling Papers received on the Poll conducted at the AGM.

3) I submit my report as under:

- a) The Company has provided the Members facility to exercise their right to vote at the AGM by electronic means to transact the business detailed in the Notice through remote e-voting services provided by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company.
- b) The Shareholders of the Company holding shares on the "cut-off" date i.e., 12th August, 2019 were entitled to vote on the Resolutions as set out at Item Nos. 1 to 5 in the Notice of the AGM of the Company.
- c) The voting period for e-voting commenced on Friday, 16th August, 2019 at 9.00 a.m. and ended on Sunday, 18th August, 2019 at 5.00 p.m. and thereafter, the CDSL e-voting platform was blocked.
- d) Thereafter, I have unblocked the votes cast under e-voting facility in the presence of two witnesses, Mr. P. Ashish and Mr. V. Santhosh who are not in the employment of the Company.
- e) After conclusion of the Polling at the AGM of the Company held on 19th August, 2019, I have opened the locked Polling Box in the presence of two witnesses, Mr.P. Ashish and Mr. V.Santhosh who are not in the employment of the Company. The Polling Papers were reconciled with the records maintained by the Company and the Registrar and Transfer Agent of the Company and the authorizations / proxies lodged with the Company. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. On the conclusion of the Annual General Meeting, the full details of votes cast through remote e-voting were made available to me by the CDSL.
- f) I have scrutinized and reviewed the voting through electronic means based on the data downloaded from the CDSL e-voting system and on Poll based on the Polling Papers received at the AGM.
- g) I report that the result of the voting through electronic means and on poll in respect of the said Resolutions is as under:




Resolution No: 1**Nature of resolution: ORDINARY RESOLUTION****To consider and adopt:**

- a. *the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2019 and the Reports of the Board of Directors and Auditors thereon.*
- b. *the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2019 with the report of Auditors thereon.*

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	27	2359240	97.99
Poll	4	48400	2.01
Total	31	2407640	100.00

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

Total valid votes (i) + (ii)	31	2407640	100.00
------------------------------	----	---------	--------

(iii) Invalid Votes:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

Resolution No: 2**Nature of Resolution: ORDINARY RESOLUTION****To declare dividend on Equity shares.**

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	27	2359240	97.99
Poll	4	48400	2.01
Total	31	2407640	100.00

G. Porselvam

PH: 2814 2955
COMPANY SECRETARY

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

Total valid votes (i) + (ii)	31	2407640	100.00
------------------------------	----	---------	--------

(iii) Invalid Votes:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

Resolution No: 3

Nature of Resolution: ORDINARY RESOLUTION

Appointment of a Director in place of Mr. V A George (DIN 01493737), who retires by rotation and being eligible, seeks re-appointment.

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	27	2359240	97.99
Poll	4	48400	2.01
Total	31	2407640	100.00

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

Total valid votes (i) + (ii)	31	2407640	100.00
------------------------------	----	---------	--------

(iii) Invalid Votes:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

Signature

PH: 2814 2955
COMP. SECRETARY

Resolution No: 4**Nature of Resolution: ORDINARY RESOLUTION**

Appointment of a Director in place of Mr. Manoj Joseph (DIN 00434579), who retires by rotation and being eligible, seeks re-appointment.

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	27	2359240	97.99
Poll	4	48400	2.01
Total	31	2407640	100.00

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

Total valid votes (i) + (ii)	31	2407640	100.00
------------------------------	----	---------	--------

(iii) Invalid Votes:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

Resolution No: 5**Nature of Resolution: SPECIAL RESOLUTION**

To re-appoint Mrs. Sujatha Jayarajan (DIN 00633989) as Independent Director for a period of 5 (Five) years, with effect from 01st April, 2020.

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	27	2359240	97.99
Poll	4	48400	2.01
Total	31	2407640	100.00

G. Porseelvan

PH: 2814 2955
G. PORSEELVAN
COMPANY SECRETARY

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

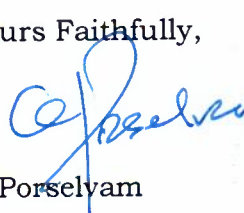
Total valid votes (i) + (ii)	31	2407640	100.00
------------------------------	----	---------	--------

(iii) Invalid Votes:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

Thanking You,

Yours Faithfully,



G. Porselvam

Practicing Company Secretary

ACS: 9322 CP No: 3187

Place: Chennai

Date: 19/08/2019

Recd

For THEJO ENGINEERING LIMITED


20/8
M.D. RAVIKANTH
CFO & SECRETARY