

Scrutinizer's Report

[Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with
Rules 20 and 22 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 600 086.

**Sub : Scrutinizer's Report on postal ballot by way of remote e-voting in respect of
passing of the resolutions set-out in the Postal Ballot Notice dated 07th February
2025.**

Dear Sir/Madam,

I, Sindhuja Porselvam, Company Secretary in Practice, of M/s. Porselvam and Associates 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-600086, for the purpose of scrutinizing the Postal Ballot voting conducted by way of remote e-voting process ("e-voting") in a fair and transparent manner on the resolutions contained in the postal ballot notice dated 07th February 2025 ("Notice") issued in accordance with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars").

- 1) The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.




- 2) My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" by the members in respect of the resolutions contained in the Notice. My report is based on verification of data and reports generated from the voting system provided by M/s. Cameo Corporate Services Limited, the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and documents furnished to me electronically till the time fixed for closing of the e-voting process i.e. till 5 p.m. on 22nd March 2025.
- 3) I submit my report as under:
- a) The Company has provided the Members facility to exercise their right to vote by electronic means only to transact the business detailed in the Notice of postal ballot through remote e-voting.
 - b) The company had appointed Central Depository Services (India) Limited ("CDSL") as the Agency for providing e-voting facility to the members for postal ballot.
 - c) The remote e-voting commenced on Friday, 21st February, 2025 at 9:00 A.M. (IST) and ended on Saturday, 22nd March, 2025 at 5:00 P.M. (IST) (both days inclusive).
 - d) The Shareholders of the Company holding shares on the "cut-off" date i.e., 14th February, 2025 were entitled to vote on the Resolution as set out in the Notice of the Postal Ballot of the Company.
 - e) Thereafter the votes were unblocked on 24th March, 2025 in the presence of two witnesses, Mr. R. Vasudevan and Mr.G.Ramkishore, who are not in the employment of the Company.
 - f) I report that the result of the voting by Remote E-Voting for postal ballot, in respect of resolutions (business) is as under:



Resolution No: 1: Appointment of Ms. Subhathra Srinivasaraghavan (DIN: 10905747) as an Independent Director

Nature of resolution: SPECIAL RESOLUTION

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	31	5883317	100
Total	31	5883317	100

(ii) Voted against the resolution:

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

Total valid votes (i) + (ii)	31	5883317	100
------------------------------	----	---------	-----

(iii) Invalid Votes:

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

Subhathra Srinivasaraghavan



Resolution No: 2: Continuation of Directorship of Mr. Sridhar Ganesh (DIN: 01681018), Independent Director, in terms of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Nature of resolution: SPECIAL RESOLUTION

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	31	5883317	100
Total	31	5883317	100

(ii) Voted against the resolution:

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

Total valid votes (i) +(ii)	31	5883317	100
-----------------------------	----	---------	-----

(iii) Invalid Votes:

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

Sridhar Ganesh



Resolution No: 3 Continuation of Directorship of Prof. N. Venkiteswaran (DIN: 00056000), Independent Director, in terms of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Nature of resolution: SPECIAL RESOLUTION

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	31	5883317	100
Total	31	5883317	100

(ii) Voted against the resolution:

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

Total valid votes (i) + (ii)	31	5883317	100
------------------------------	----	---------	-----

(iii) Invalid Votes:

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

[Handwritten Signature]



Resolution No: 4: Continuation of Directorship of Mr. K. Jairaj (DIN: 01875126), Independent Director, in terms of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Nature of resolution: SPECIAL RESOLUTION

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	30	5883167	99.9975
Total	30	5883167	99.9975

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	1	150	0.0025
Total	1	150	0.0025

Total valid votes (i) +(ii)	31	5883317	100
-----------------------------	----	---------	-----

(iii) Invalid Votes:

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

Thanking You,
Yours Faithfully,

For M/s. Porselvam and Associates



SINDHUJA PORSELVAM

Practicing Company Secretary
Mem. No.: 44831; CP No: 23622
Peer Review No.5912/2024



Place : Chennai
Date : 24/03/2025
UDIN : A044831F004143079