Mukand Engineers Limited
Kalwe Works : Thane-Belapur Road,
Post Office Kalwe, Thane, Maharashtra
India 400 605.
Tel : 91 22 2172 7500 / 7700 F : 91 22 2541 0291
E : mel@mukand.com

Regd Office: Bajaj Bhavan, Jamnalal Bajaj Marg,
226 Nariman Point, Mumbai, India 400 021.
www.mukandengineers.com
CIN L45200MH1987PLC042378

30th November, 2019

To, The Department of Corporate Services, National Stock Exchange of India Ltd Exchange Plaza, Plot no. C/1, G Block, Bandra- Kurla Complex, Bandra (East), Mumbai – 400-051. E-mail: corp.relations@bseindia.com	To, The Corporate Relationship Department, Bombay Stock Exchange Ltd, 1st floor, New Trading Ring, Rotunda Building, P.J. Towers, Dalal Street, Fort, Mumbai – 400-001. E-mail: cmlist@nse.co.in
NSE Code: MUKANDENGG	**BSE Code: 532097**
ISIN Code: **INE022B01014**	

Dear Sir / Madam,

Sub.: Intimation of Proceedings of the National Company Law Tribunal ("NCLT") / Tribunal Convened Meeting ("TCM") of the Equity Shareholders and Unsecured Creditors (including Fixed Deposit holders) of the Company held on 28th November, 2019.

Ref.: Submission of Voting Results pursuant to Regulation 30 & 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further to our communication dated 28th November, 2019, this is to inform you that pursuant to the Order of the Hon'ble National Company Law Tribunal (**"NCLT" / "Tribunal"**) the meetings of Equity Shareholders and Unsecured Creditors (including Fixed Deposit holders) of the Company was held on Thursday, 28th November, 2019 at 2:30 p.m. and 3:30 p.m. respectively at Walchand Hirachand Hall, 4th Floor, Indian Merchants' Chamber Building, IMC Marg, Churchgate, Mumbai – 400020 for approving the Scheme of Amalgamation by Absorption, pursuant to Section 230 to 232 and Section 52 of the Companies Act, 2013 and other applicable provisions, amongst Adore Traders and Realtors Private Limited, Mukand Global Finance Limited, Mukand Engineers Limited and Mukand Limited and their respective Shareholders and Creditors.

We wish to inform you that based on the consolidated report dated 29th November, 2019 submitted by Mrs. Ragini Chokshi of M/s. Ragini Chokshi & Co., Practising Company Secretary a Scrutinizer and countersigned by Shri R. Sankaran, the Chairperson of TCM has declared that the Resolution proposed in the notices dated 19th October, 2019 of the meetings of the Equity Shareholders and Unsecured Creditors (including Fixed Deposit holders) respectively has been approved by the Shareholders and Unsecured Creditors with requisite majority under Section 230(6) of Companies Act, 2013.

MUKAND ENGINEERS

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Copy of the consolidated report issued by the Scrutinizer along with the requisite particulars of the voting results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed for information and record.

The above documents have been also made available on the Company's and Central Depository Services (India) Limited (CDSL's) website.

Kindly acknowledge and take the same on record.

Thanking you,

Yours faithfully,
For **Mukand Engineers Limited**

D. J. Vora

Dhawal J. Vora
Company Secretary

Encl.: As above

MUKAND ENGINEERS

MUKAND ENGINEERS LIMITED

DETAILS OF VOTING RESULTS

Date of Tribunal / NCLT Convened Meeting (TCM) of Shareholders				28/11/2019
Total number of shareholders on Record Date (i.e. 18/10/2019 – cut-off date for e-voting)				19,886
No. of Shareholders present in the meeting either in person or through Proxy & Representation				139
Shareholders	Present in Person	Proxy	Representation	Total
Promoter and Promoter Group	Nil	Nil	3	3
Other than Promoter & Promoter Group	34	102	Nil	136
Total	**34**	**102**	**3**	**139**
No. of shareholders attended the meeting through video conferencing: **Promoters and Promoter Group:** **Public:**				**NOT ARRANGED**

Resolution 1: **To approve the Scheme of Amalgamation by Absorption, pursuant to Section 230 to 232 and Section 52 of the Companies Act, 2013 and other applicable provisions, amongst Adore Traders and Realtors Private Limited, Mukand Global Finance Limited, Mukand Engineers Limited and Mukand Limited and their respective Shareholders and Creditors.**

Resolution Required: (Ordinary / Special)	**SPECIAL**
Whether Promoter / Promoter Group are interested in the Agenda / Resolution?	**NO**

Category	Mode of Voting	No. of shares held	No. of Votes polled	% of Votes polled on outstanding shares	No. of Votes- In Favor	No. of Votes- Against	% of Votes in favor 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	66,30,798	66,28,248	99.96	66,28,248	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	**66,30,798**	**66,28,248**	**99.96**	**66,28,248**	**0**	**100.00**	**0.00**
Public - Institutions	E-Voting	1,058	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	**1,058**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public – Non-Institutions	E-Voting	59,40,544	5,24,433	8.83	5,24,422	11	99.99	0.01
	Poll		42,923	0.72	42,923	0	100.00	0.00
	Postal Ballot		325	0.01	325	0	100.00	0.00
	Total	**59,40,544**	**5,67,681**	**9.56**	**5,67,670**	**11**	**99.99**	**0.01**
TOTAL		**1,25,72,400**	**71,95,929**	**57.24**	**71,95,918**	**11**	**99.99**	**0.01**

Note: above Resolution was passed with requisite majority under Section 230(6) of Companies Act, 2013



MUKAND ENGINEERS LIMITED

DETAILS OF VOTING RESULTS

Date of Tribunal / NCLT Convened Meeting (TCM) of Unsecured Creditors	28/11/2019
Total number of Unsecured Creditors as on 30th September, 2019	1,270
No. of Unsecured Creditors present in the meeting either in person or through Proxy & Representation	245
No. of Unsecured Creditors attended the meeting through video conferencing:	NIL

Voting Results of Unsecured Creditors (Including Fixed Deposit Holders)-Tribunal / NCLT Convened Meeting on 28th November, 2019

Resolution No. 1 : Resolution approving Scheme of Amalgamation by Absorption, pursuant to Section 230 to 232 and Section 52 of the Companies Act, 2013 and other applicable provisions, amongst Adore Traders and Realtors Private Limited, Mukand Global Finance Limited, Mukand Engineers Limited and Mukand Limited and their respective Shareholders and Creditors.

Resolution Required : (Ordinary/ Special)	Special – As per the requisite majority under Section 230(6) of Companies Act, 2013
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Mode of Voting	Total Votes Polled		Votes in Favour		Votes against		% of value of votes polled in favour	% of value of votes polled against
	No.	Principal Amount due thereon on 30.09.2019 (Rs.)	No.	Principal Amount due thereon on 30.09.2019 (Rs.)	No.	Principal Amount due thereon on 30.09.2019 (Rs.)		
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)=[(5)/(3)]*100	(9)=[(7)/(3)]*100
Poll	245	94,41,10,196	245	94,41,10,196	0	0.00	100.00	0.00
Total	**245**	**94,41,10,196**	**245**	**94,41,10,196**	**0**	**0.00**	**100.00**	**0.00**



Ragini Chokshi & Co.
Company Secretaries
34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.
E-mail : ragini.c@rediffmail.com / mail@csraginichokshi.com
web: csraginichokshi.com
Tel. : 022-2283 1120
022-2283 1134

Date : _____

SCRUTINIZER'S REPORT

[Pursuant to Section 108 & Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 and as per directions issued by the Mumbai Bench of the National Company Law Tribunal ("NCLT" or "Tribunal") vide order dated 27th September, 2019 in the Company Scheme Application No. 403 of 2019]

To,
Mr. R Sankaran
The Chairperson of Tribunal Convened Meeting of Equity Shareholders
Mukand Engineers Limited ("Company")
CIN: L45200MH1987PLC042378
Bajaj Bhawan, Jamnalal Bajaj Marg,
226 Nariman Point
Mumbai- 400021
Maharashtra, India

Consolidated Report of Scrutinizer on the results of Voting by way of Remote E-voting, Postal Ballot and voting through ballot paper at the venue of the Tribunal Convened Meeting of Equity Shareholders ("Tribunal convened Meeting" or "Meeting") of Mukand Engineers Limited

Dear Sir,

I, Ragini Kamal Chokshi, Practicing Company Secretary(FCS 2390), partner of Ragini Chokshi & Co., have been appointed as the Scrutinizer by the Hon'ble National Company Law Tribunal (NCLT), Bench at Mumbai by its order dated 27th September, 2019, for the purpose of conducting the voting done on the resolution through the Postal Ballot, Remote e-voting and through ballot papers (Physical Ballot) at the venue of the Tribunal Convened Meeting of the Equity Shareholders of Mukand Engineers Limited on Thursday, 28th November, 2019 at 02:30 P.M. IST at Walchand Hirachand Hall, 4th Floor, Indian Merchants' Chamber Building, IMC Marg, Churchgate, Mumbai-400 020, India, **("Venue")** for approving the Scheme of Amalgamation by Absorption amongst Adore Traders & Realtors Private Limited; Mukand Global Finance Limited; Mukand Engineers Limited and Mukand Limited and their respective shareholders and creditors **("Scheme")** detailed in the notice dated 19th October, 2019.

I do hereby submit the report as under:

1. In terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and as per directions issued by the Hon'ble NCLT, the Company had provided remote e-voting facility through CDSL and the facility to vote by way of Postal Ballot, before the Tribunal Convened Meeting and also, by way of ballot paper at the venue of Tribunal Convened Meeting.

2. The compliance with NCLT order dated 27th September, 2019, in relation to voting through Remote E-voting/ Postal Ballot / by way of ballot paper at the Tribunal Convened Meeting on the proposed resolution is the responsibility of the management of the Company. Our responsibility as a scrutinizer was to ensure that the processes of voting by way of Remote e- voting, Postal Ballot and ballot paper at the Venue of Tribunal Convened Meeting is conducted in a fair and transparent manner and to submit a consolidated scrutinizer's report on the voting to the Chairperson of this Meeting on the resolution, based on the report generated from the electronic voting system provided by Central Depository Services (India) Limited ("CDSL" or "agency") and physical counting of votes by way of Postal Ballot and ballot paper conducted at the venue of the Tribunal Convened Meeting.

3. Notices were issued to the Members entitled to vote on resolution, whose names were appearing in the Register of Members as on 18th October, 2019, being the cut-off as specified in the notice of the Meeting.

4. The Company has on the basis of the Register of Members and the list of beneficial owners made available by the depositories, completed the dispatch of the notice of the Meeting along with the relevant annexures referred thereto, postal ballot forms, proxy form, attendance slip etc. to the Equity Shareholders of the Company (holding equity shares as on the cut-off date i.e. 18th October, 2019) by Friday, 25th October, 2019 and has also published an advertisement in this regard, in English language in The Free Press Journal, Mumbai and translation thereof in Navshakti, Mumbai edition in Marathi language on Dated 27th October, 2019.

5. The voting through Remote E-voting and Postal Ballot remained open for a period of 30 days commencing from Tuesday the 29th day of October, 2019 at 09:00 a.m. and ended on Wednesday, 27th day of November, 2019 at 5:00 p.m.

6. The e-voting module was disabled and blocked by CDSL for voting on 27th November, 2019 at 5.00 p.m.

7. The Equity Shareholders were required to send completed and signed Postal Ballot forms on or before 5.00 p.m. on 27th November, 2019 and we have relied on information provided by Bigshare Services Private Limited, the Registrar and Transfer Agent (RTA) of the company in relation to these.

8. On 28th November, 2019 at the Tribunal Convened Meeting, the Chairperson, after discussion on resolution mentioned in the said Notice was over, announced that the

Members present at the Meeting and who have not casted their vote by Remote E-voting and Postal Ballot, can exercise their voting rights by ballot paper, which was made available at the venue of the Tribunal.

9. 139 equity shareholders were present in person or through proxy at the NCLT convened Meeting.

10. Thereafter, on completion of the voting at the Tribunal Convened Meeting, the Ballot Box(es) were unlocked in the presence of 2 witnesses, who has signed below and also not in a employment of the company. The ballot papers received thorugh Physical ballot and Postal ballot were verified and reconciled with the record maintained by the Company/RTA of the Company (Bigshare Services Private Limited) and the authorisations/ proxies lodged with the Company together with the eligibility of Members to vote on the resolution. The votes were also scrutinized for eliminating duplicate voting.

Rahul Goswami

Name: Rahul Goswami

Reena Bordia

Name: Reena Bordia

11. We have relied on information provided by Bigshare Services Private Limited, RTA of the Company in relation to details regarding number of shares held by shareholders and signatures of shareholders.

12. Subsequently, the votes casted through Remote E-voting were unblocked in the presence of two witnesses and the Remote E-voting summary statement generated from the electronic voting system provided by CDSL.

13. Particulars of all the Postal Ballot forms received from the shareholders and cast by electronic means have been entered in the register in electronic mode separately maintained for the purpose.

14. Voting rights of equity Shareholders have been reckoned in proportion to their shares in the paid-up share capital of the Company as on 18th day of October, 2019.

15. The Postal Ballot/ ballot papers which were incomplete and/or which were found defective were treated as invalid and record for the same were maintained.

16. The result of the voting seeking approval of the Equity Shareholders of the Company to the Scheme is as under:

Resolution:

To approve the Scheme of Amalgamation by Absorption amongst Adore Traders & Realtors Private Limited; Mukand Global Finance Limited; Mukand Engineers Limited and Mukand Limited and their respective shareholders and creditors ("Scheme").

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	44	7152670	99.3988

Postal Ballot	25	325	0.0045
Physical Ballot	122	42923	0.5965
Total	191	7195918	99.9998

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	4	11	0.0002
Postal Ballot	0	0	0
Physical Ballot	0	0	0
Total	4	11	0.0002

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	0	0
Postal Ballot	0	0
Physical Ballot	2	2
Total	2	2

RESULTS:

Resolutions stated above have been passed with requisite majority.

The Register, all other papers and relevant records relating to electronic voting, postal ballot and physical ballot shall remain in our safe custody until the Chairperson considers, approves and signs the same after which the same will be handed over to the Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

For Ragini Chokshi & Co.
(Company Secretaries)

RAGINI CHOKSHI & CO. Company Secretaries C.P. 1436 MUMBAI

Ragini Chokshi
(Partner)
Membership No. 2390
ICSI C.P. No. 1436

Place: Mumbai
Date: 29-11-2019

MUKAND ENGINEERS LIMITED MUMBAI

Countersigned
Chairperson
For MUKAND ENGINEERS LIMITED

Ragini Chokshi & Co.
Company Secretaries
Tel. : 022-2283 1120
022-2283 1134
34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.
E-mail : ragini.c@rediffmail.com / mail@csraginichokshi.com
web: csraginichokshi.com

Date : _____

Consolidated Scrutinizer's Report

[Pursuant to directions issued by the Mumbai Bench of the National Company Law Tribunal("NCLT" or "Tribunal") vide order dated 27th September, 2019 in the Company Scheme Application No. 403 of 2019]

To,

Mr. R Sankaran

The Chairperson of Tribunal Convened Meeting of Unsecured Creditors (including fixed deposit holders)("Chairperson")

Mukand Engineers Limited ("Company")

CIN: L45200MH1987PLC042378

Bajaj Bhawan, 3rd Floor, Jamnalal

Bajaj Marg, 226 Nariman Point

Mumbai- 400021

Maharashtra, India

Dear Sir,

I, Ragini Kamal Chokshi, Practicing Company Secretary (FCS-2390, CP-1436) have been appointed by the Hon'ble National Company Law Tribunal(NCLT), Bench at Mumbai vide its Order dated 27th September,2019 as "the Scrutinizer" to conduct the voting at the venue of the meeting of the Unsecured Creditors of Mukand Engineers Limited held at Walchand Hirachand Hall, 4th Floor, Indian Merchants' Chamber Building, IMC Marg, Churchgate, Mumbai, India, on Thursday, 28th November, 2019 at 3:30 P.M. for approving the Scheme of Amalgamation by Absorption amongst Adore Traders & Realtors Private Limited; Mukand Global Finance Limited; Mukand Engineers Limited and Mukand Limited and their respective shareholders and creditors (**"Scheme"**).

I submit my report as under:

(i) The Cut-Off date was 30th September, 2019 for the purpose of deciding the Unsecured Creditors entitled to vote through ballot paper at the venue of the meeting on the resolution seeking their approval.

(ii) The management of the Company is responsible for ensuring compliance with the requirements of the Companies Act 2013 and the Rules made thereunder, relating to voting through ballot paper at the venue of the meeting on the resolution contained in the Notice of the Meeting.

(iii) The Company had dispatched Notice of the unsecured creditor Meeting on 25th October, 2019 along with the relevant annexures referred thereto, proxy form, attendance slip, etc. to the unsecured creditors as appearing in the Register of unsecured creditors as on the cut-off date, i.e. 30th September, 2019 and also published an advertisement in this regard, in English language in The Free Press Journal, Mumbai and translation thereof in Navshakti, Mumbai edition in Marathi language dated 27th October, 2019.

(iv) The Chairperson of the Meeting directed for conducting the voting through ballot paper for the Unsecured Creditors who were present at the meeting.

(v) Empty ballot box kept for polling was locked in presence of Rahul Goswami and Reena Bordia who are not in employment of the company with due identification marks placed by me.

(vi) After completion of the voting at the NCLT convened meeting, the locked ballot box was subsequently opened in presence of Rahul Goswami and Reena Bordia who are not in employment of the company and poll papers were diligently scrutinized.

Rahul Goswami
.....
Name: Rahul Goswami

Reena Bordia
.....
Name: Reena Bordia

(vii) The ballot papers were reconciled with records maintained by the company and the authorizations/ proxies lodged with the company.

(viii) 245 Ballot Papers were found in the ballot box.

(ix) I have not found any invalid votes.

(x) Thus, 245 ballot papers were scrutinized for the purpose of Voting.

(xi) 245 Unsecured creditors representing Rs 9,44,110,196 in value consisting of about 100% of the Unsecured Creditors and about 100% of Value, which were Present and voted in favour of the Scheme.

(xiii) The results of the voting is as under:

Resolution

To approve the Scheme of Amalgamation by Absorption amongst Adore Traders & Realtors Private Limited; Mukand Global Finance Limited; Mukand Engineers Limited and Mukand Limited and their respective shareholders and creditors ("Scheme").

Report on result of voting conducted through ballot paper at the venue of the meeting of Unsecured Creditors.

(a) Votes in favor of the Resolution:

Number of Unsecured Creditors present and voting (in person or by proxies or by authorised representive)	Value of votes cast by Unsecured creditors (Rs.)	% of Value of votes cast
245	94,41,10,196	100

(b) Votes against the Resolution:

Number of Unsecured Creditors present and voting (in person or by proxies or by authorised representive)	Value of votes cast by Unsecured creditors (Rs.)	% of Value of votes cast
0	0	0

(c) Invalid Votes:

Number of Unsecured Creditors present and voting (in person or by proxies or by authorised representive)	Value of votes cast by Unsecured creditors (Rs.)	% of Value of votes cast
0	0	0

(xiv) The ballot papers and all other relevant records handed over to the Chairman/Company Secretary of the Company for safe keeping.

Thanking You,

Yours faithfully,

For Ragini Chokshi &Co.
(Company Secretaries)

RAGINI CHOKSHI & CO. Company Secretaries C.P. 1436 MUMBAI

R. K. Chokshi

Ragini Chokshi
(Partner)
Mem. No. F2390
C.P. No. 1436

Place: Mumbai
Date:

MUKAND ENGINEERS LIMITED MUMBAI

Countersigned by
Chairman
***For* Mukand Engineers Limited**