

**इंजीनियर्स  
इंडिया लिमिटेड**  
(भारत सरकार का उपक्रम)



**ENGINEERS  
INDIA LIMITED**  
(A Govt of India Undertaking)

रजिस्टर्ड ऑफिस/Regd. Office: इंजीनियर्स इंडिया हाऊस/Engineers India House  
1, भीकाएजी कामा प्लेस/Bhikaiji Cama Place, नई दिल्ली/New Delhi – 110066

सीआईएन/CIN : L74899DL1965GOI004352

**COMPANY SECRETARIAT**  
कम्पनी सचिवालय

सं.सचिव /No. Secy/906/9/10

20<sup>th</sup> September, 2016

**The BSE Limited**  
**Phiroze Jeejeebhoy Towers**  
**Dalal Street, Fort**  
**Mumbai – 400 023**

**The National Stock Exchange of India Limited**  
**Exchange Plaza, 5<sup>th</sup> Floor**  
**Bandra Kurla Complex**  
**Bandra (East), Mumbai-400051**

**विषय: 51वीं वार्षिक आम बैठक के मतदान परिणाम**

**Sub: Voting results of 51<sup>st</sup> Annual General Meeting**

प्रिय महोदय/महोदया

Dear Sir/Madam,

In continuation to our letter dated 19<sup>th</sup> August, 2016, 51<sup>st</sup> Annual General Meeting of the Company was held on Monday, 19<sup>th</sup> September, 2016 and the business mentioned in the Notice dated 5<sup>th</sup> August, 2016 were transacted.

In this regard, please find enclosed the following:

1. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure-I.
2. Report of Scrutinizer dated 20<sup>th</sup> September, 2016, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015 as Annexure-II.

The voting results is also available on the website of the Company i.e. [www.engineersindia.com](http://www.engineersindia.com) and website of the Registrar and Share Transfer Agent i.e. <https://evoting.karvy.com>.

उपरोक्त कृपया आपकी जानकारी एवं रिकॉर्ड के लिए है।

The above is for your information and records please.

धन्यवाद/Thanking you,

भवदीय/Very truly yours,

राजन कपूर/Rajan Kapur

कंपनी सचिव/Company Secretary

संलग्नक : यथोक्त /Encl: As above

Phone / दूरभाष : 26100258  
26762855

फैक्स/ Fax: 26191690

ईमेल/ e-mail: [company.secretary@eil.co.in](mailto:company.secretary@eil.co.in)

वेबसाइट/website : <http://www.engineersindia.com>



	ENGINEERS INDIA LIMITED
Date of the AGM/EGM	19-09-2016
Total number of shareholders on record date	140778
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	19108
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Financial Statements (including audited consolidated financial statements) for the year ended 31st March, 2016 and the Reports of Directors and 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	200025251	200025251	100.0000	200025251	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		200025251	100	200025251	0	100	0
Public- Institutions	E-Voting	97316979	70063473	71.9951	70063473	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		70063473	71.9951	70063473	0	100	0
Public- Non Institutions	E-Voting	39594370	1251464	3.1607	1251424	40	99.9968	0.0031
	Poll		3279	0.0083	3237	42	98.7191	1.2808
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1254743	3.169	1254661	82	99.9935	0.0065
	Total	336936600	271343467	80.5325	271343385	82	99.9900	0.0100

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To consider declaration of final dividend on equity shares.							
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	200025251	200025251	100.0000	200025251	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		200025251	100	200025251	0	100	0
Public- Institutions	E-Voting	97316979	70063473	71.9951	70063473	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		70063473	71.9951	70063473	0	100	0
Public- Non Institutions	E-Voting	39594370	1251820	3.1616	1251800	20	99.9984	0.0015
	Poll		3279	0.0083	3258	21	99.3595	0.6404
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1255099	3.1699	1255058	41	99.9967	0.0033
Total		336936600	271343823	80.5326	271343782	41	99.9900	0.0100

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Shri Ram Singh (DIN: 02942267), who retires by rotation and being eligible, offers himself for reappointment.							
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	200025251	200025251	100.0000	200025251	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		200025251	100	200025251	0	100	0
Public- Institutions	E-Voting	97316979	70063473	71.9951	65757813	4305660	93.8546	6.1453
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		70063473	71.9951	65757813	4305660	93.8546	6.1454

Public- Non Institutions	E-Voting	39594370	1251489	3.1608	1250541	948	99.9242	0.0757
	Poll		3279	0.0083	3237	42	98.7191	1.2808
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1254768	3.1691	1253778	990	99.9211	0.0789
	Total	336936600	271343492	80.5325	267036842	4306650	98.4128	1.5872

Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Shri Ashwani Soni (DIN: 06962014), who retires by rotation and being eligible, offers himself for reappointment.							
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	200025251	200025251	100.0000	200025251	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		200025251	100	200025251	0	100	0
Public- Institutions	E-Voting	97316979	70063473	71.9951	65618450	4445023	93.6557	6.3442
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		70063473	71.9951	65618450	4445023	93.6557	6.3443
Public- Non Institutions	E-Voting	39594370	1251489	3.1608	1250541	948	99.9242	0.0757
	Poll		3279	0.0083	3237	42	98.7191	1.2808
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1254768	3.1691	1253778	990	99.9211	0.0789
	Total	336936600	271343492	80.5325	266897479	4446013	98.3615	1.6385

Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - To fix remuneration of Auditors for the financial year 2016-17.							
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	200025251	200025251	100.0000	200025251	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		200025251	100	200025251	0	100	0
Public- Institutions	E-Voting	97316979	70063473	71.9951	70034008	29465	99.9579	0.0420
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		70063473	71.9951	70034008	29465	99.9579	0.0421
Public- Non Institutions	E-Voting	39594370	1251689	3.1613	1251212	477	99.9618	0.0381
	Poll		3279	0.0083	3258	21	99.3595	0.6404
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1254968	3.1696	1254470	498	99.9603	0.0397
Total		336936600	271343692	80.5326	271313729	29963	99.9890	0.0110

Resolution No.	6							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Dr. (Prof.) Mukesh Khare (DIN: 02029807) as Non-official Part-time Independent Director of the Company.							
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	200025251	200025251	100.0000	200025251	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		200025251	100	200025251	0	100	0
Public- Institutions	E-Voting	97316979	70063473	71.9951	70034008	29465	99.9579	0.0420
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		70063473	71.9951	70034008	29465	99.9579	0.0421

Public- Non Institutions	E-Voting	39594370	1251489	3.1608	1251078	411	99.9671	0.0328
	Poll		3279	0.0083	3237	42	98.7191	1.2808
	Postal Ballot (if applicable)							
	0		0.0000	00	0	0.0000	0.0000	
	Total		1254768	3.1691	1254315	453	99.9639	0.0361
	Total	336936600	271343492	80.5325	271313574	29918	99.9890	0.0110

Resolution No.	8							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Shri Vikas Khushalrao Deshpande (DIN: 01200938) as Non-official Part-time Independent Director of the Company.							
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	200025251	200025251	100.0000	200025251	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		200025251	100	200025251	0	100	0
Public- Institutions	E-Voting	97316979	70063473	71.9951	70003937	59536	99.9150	0.0849
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		70063473	71.9951	70003937	59536	99.915	0.085
Public- Non Institutions	E-Voting	39594370	1251489	3.1608	1251078	411	99.9671	0.0328
	Poll		3279	0.0083	3237	42	98.7191	1.2808
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1254768	3.1691	1254315	453	99.9639	0.0361
Total		336936600	271343492	80.5325	271283503	59989	99.9779	0.0221

Resolution No.	9							
Resolution required: (Ordinary/ Special)	ORDINARY – To appoint Shri Umesh Chandra Pandey (DIN: 01185085) as Non-official Part-time Independent Director of the Company							
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	200025251	200025251	100.0000	200025251	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		200025251	100	200025251	0	100	0
Public- Institutions	E-Voting	97316979	70063473	71.9951	70034008	29465	99.9579	0.0420
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		70063473	71.9951	70034008	29465	99.9579	0.0421

Public- Non Institutions	E-Voting	39594370	1251489	3.1608	1251078	411	99.9671	0.0328
	Poll		3279	0.0083	3237	42	98.7191	1.2808
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1254768	3.1691	1254315	453	99.9639	0.0361
	Total	336936600	271343492	80.5325	271313574	29918	99.9890	0.0110





**SANTOSH KUMAR PRADHAN**  
Company Secretaries

20<sup>th</sup> September, 2016

The Chairman  
Engineers India Limited,  
Engineers India Bhawan,  
1, Bhikaji Cama Place,  
New Delhi- 110066

**Sub: Consolidated Scrutinizer's Report on voting through electronic means (remote e-voting) and poll process conducted pursuant to the provisions of Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015.**

Dear Sir,

I, Santosh Kumar Pradhan, Practicing Company Secretary at 706, 8<sup>th</sup> Floor, K.M. Trade Tower, Hotel Radisson Blu, Ghaziabad-201010 had been appointed as the Scrutinizer by the Board of Directors of Engineers India Limited (the Company) having its registered office at Engineers India Bhawan, 1, Bhikaji Cama Place, New Delhi- 110066 vide resolution dated 25<sup>th</sup> May, 2016 pursuant to the provisions of the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Section 108 of Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 to conduct the remote e-voting process and to scrutinize physical poll process by the shareholders in respect of the below mentioned resolutions passed at the 51<sup>st</sup> Annual General Meeting (AGM) of the Company held on 19<sup>th</sup> September, 2016.

The notice dated 5<sup>th</sup> August, 2016 convening AGM of the Company were sent to the Shareholders in respect of the below mentioned resolutions passed at the said Annual General Meeting of the Company held on 19<sup>th</sup> September, 2016.

The Company has availed the voting through electronic means (remote e-voting) facility offered by M/s. Karvy Computershare Private Limited for conducting remote e-Voting by the Shareholders of the Company. The Shareholders of the Company holding shares as on the "Cut-off" date i.e. 8<sup>th</sup> September, 2016 were entitled to vote on the proposed resolutions as set out at items nos. 1 to 9 in the notice convening of the 51<sup>st</sup> AGM of the Company.



*[Handwritten signature]*

706, 8<sup>th</sup> Floor, K. M. Trade Tower, Hotel Radisson Blu,  
Kaushambi, Ghaziabad, U.P. 201010.  
Tel: 91-120-472 7777, e-mail: info@kritiadvisory.com



**SANTOSH KUMAR PRADHAN**  
**COMPANY SECRETARIES**

The voting period for remote e-Voting commenced on Thursday, 15<sup>th</sup> September, 2016 at 9:30 am (IST) and ended on Sunday, 18<sup>th</sup> August, 2016 at 5:00 pm (IST) and the remote e-Voting platform was blocked thereafter.

After the closure of the voting at the Annual General Meeting, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized and the votes cast there under were counted.

The votes cast under remote e-Voting facility were then unblocked by me at 05:38 p.m. on 19<sup>th</sup> September, 2016 in the presence of Ms. Anjali Girotra and Mr. Vimal Chauhan, who are not in the employment of the company.

I have scrutinized and reviewed the voting through electronic means (remote e-voting) and physical mode and votes tendered therein based on the data downloaded from the Karvy Computershare Pvt. Ltd remote e-Voting platform and the poll papers received respectively.


I have rendered scrutinizers' report separately on the remote e-voting and by using ballots at the meeting. Based on the results made available to me, 256 (Two Hundred & Fifty Six) members have cast their votes on the e-voting platform and 55 (Fifty Five) members have casted their vote physically through poll papers. I hereby annex the consolidated scrutinizer's report pursuant to Rule 20(4)(xii) on all the resolutions contained in the notice of the aforesaid Annual General Meeting.

All relevant records of remote e-voting and ballots will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 51<sup>st</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking You.

Yours Faithfully,

For Santosh Kumar Pradhan  
(Practicing Company Secretary)

  
Santosh Ku. Pradhan  
FCS No. 6973  
C.P. No. 7647

Place: Ghaziabad





**SANTOSH KUMAR PRADHAN  
COMPANY SECRETARIES**

Annexure

**I Resolution No. 1:-**

Agenda No.	1
Subject of resolution	To receive, consider and adopt the Audited Financial Statements (including audited consolidated financial statements) for the year ended 31 <sup>st</sup> March, 2016 and the Reports of Directors and Auditors thereon.
Type of Resolution	Ordinary

Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote e-Voting	Physical	Total	Remote e-Voting	Physical	Total	
Total Received	256	55	311	272754158	3316	272757474	100
Voted in favour	250	51	301	271340148		271343385	99.99
Voted against	2	2	4	40	42	82	0.01
Abstained	4	--	4	1102856		1102856	N.A
Less Voted*	2	3	5	311114	37	311151	N.A
Invalid Vote**	Nil	2	2	N.A	N.A	N.A	N.A

\*5 Shareholders who have not completely exercised their voting rights.

\*\*One Ballot Paper which is duplicate & One ballot Paper whose Folio number mentioned in the Polling paper was incorrect.



**SANTOSH KUMAR PRADHAN  
COMPANY SECRETARIES**

**II. Resolution No. 2:-**

<b>Agenda No.</b>	<b>2</b>
<b>Subject of resolution</b>	<b>To consider declaration Of final dividend on Equity Shares.</b>
<b>Type of Resolution</b>	<b>Ordinary</b>

Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote e-Voting	Physical	Total	Remote e-Voting	Physical	Total	
Total Received	256	55	311	272754158	3316	272757474	100
Voted in favour	254	52	306	271340524		271343782	99.99
Voted against	1	1	2	20		41	0.01
Abstained	1	--	1	1102500		1102500	N.A
Less Voted*	2	3	5	311114		311151	N.A
Invalid Vote**	Nil	2	2	N.A		N.A	N.A

\*5 Shareholders who have not completely exercised their voting rights.

\*\*One Ballot Paper which is duplicate & One ballot Paper whose Folio number mentioned in the Polling paper was incorrect.





**SANTOSH KUMAR PRADHAN  
COMPANY SECRETARIES**

**III. Resolution No. 3:-**

<b>Agenda No.</b>	3
<b>Subject of resolution</b>	To appoint a director in place of Shri Ram Singh (DIN: 029422267), who retires by rotation and being eligible, offers himself for reappointment.
<b>Type of Resolution</b>	Ordinary

Particulars	Number of Votes				Number of votes contained in votes			Percentage of Total valid votes cast
	Remote e-Voting	Physical	Total	Total	Remote.e-Voting	Physical	Total	
<b>Total Received</b>	256	55	311		272754158	3316	272757474	100
<b>Voted in favour</b>	199	51	250		267033605	3237	267036842	98.41
<b>Voted against</b>	54	2	56		4306608	42	4306650	1.59
<b>Abstained</b>	3	--	3		1102831	--	1102831	N.A
<b>Less Voted*</b>	2	3	5		311114	37	311151	N.A
<b>Invalid Vote**</b>	Nil	2	2		N.A	N.A	N.A	N.A

\*5 Shareholders who have not completely exercised their voting rights.

\*\*One Ballot Paper which is duplicate & One ballot Paper whose Folio number mentioned in the Polling paper was incorrect.



**SANTOSH KUMAR PRADHAN  
COMPANY SECRETARIES**

**IV. Resolution No. 4:-**

<b>Agenda No.</b>	<b>4</b>
<b>Subject of resolution</b>	To appoint a director in place of Shri Ashwani Soni (DIN: 06962014), who retires by rotation and being eligible, offers himself for reappointment.
<b>Type of Resolution</b>	Ordinary

Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote e-Voting	Physical	Total	Remote e-Voting	Physical	Total	
Total Received	256	55	311	272754158	3316	272757474	100
Voted in favour	195	51	246	266894242	3237	266897479	98.36
Voted against	58	2	60	4445971	42	4446013	1.64
Abstained	3	--	3	1102831	--	1102831	N.A
Less Voted*	2	3	5	311114	37	311151	N.A
Invalid Vote**	Nil	2	2	N.A	N.A	N.A	N.A

\*5 Shareholders who have not completely exercised their voting rights.

\*\*One Ballot Paper which is duplicate & One ballot Paper whose Folio number mentioned in the Polling paper was incorrect.





**SANTOSH KUMAR PRADHAN  
COMPANY SECRETARIES**

**V. Resolution No. 5:-**

Agenda No.	5
Subject of matter resolution	To fix remuneration of Auditors for the financial year 2016-17.
Type of Resolution	Ordinary

Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote e-Voting	Physical	Total	Remote e-Voting	Physical	Total	
Total Received	256	55	311	272754158	3316	272757474	100
Voted in favour	248	52	300	271310471	3258	271313729	99.99
Voted against	6	1	7	29942	21	29963	0.01
Abstained	2	--	2	1102631	--	1102631	N.A
Less Voted*	2	3	5	311114	37	311151	N.A
Invalid Vote**	Nil	2	2	N.A	N.A	N.A	N.A

\*5 Shareholders who have not completely exercised their voting rights.

\*\*One Ballot Paper which is duplicate & One ballot Paper whose Folio number mentioned in the Polling paper was incorrect.



**SANTOSH KUMAR PRADHAN  
COMPANY SECRETARIES**

**VI. Resolution No. 6:-**

Agenda No.	6
Subject of resolution	To appoint Dr. (Prof.) Mukesh Khare (DIN: 02029807) as Non-official Part-time Independent Director of the Company.
Type of Resolution	Ordinary

Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote e-Voting	Physical	Total	Remote e-Voting	Physical	Total	
Total Received	256	55	311	272754158	3316	272757474	100
Voted in favour	245	51	296	271310337	3237	271313574	99.99
Voted against	8	2	10	29876	42	29918	0.01
Abstained	3	--	3	1102831	--	1102831	N.A
Less Voted*	2	3	5	311114	37	311151	N.A
Invalid Vote**	Nil	2	2	N.A	N.A	N.A	N.A

\*5 Shareholders who have not completely exercised their voting rights.

\*\*One Ballot Paper which is duplicate & One ballot Paper whose Folio number mentioned in the Polling paper was incorrect.





**SANTOSH KUMAR PRADHAN  
COMPANY SECRETARIES**

**VII Resolution No. 7:-**

<b>Agenda No.</b>	<b>7</b>
<b>Subject of resolution</b>	<b>To appoint Mrs. Arusha Vasudev (DIN: 07370575) as Non-official Part-time Independent Director of the matter of Company.</b>
<b>Type of Resolution</b>	<b>Ordinary</b>

Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote e-Voting	Physical	Total	Remote e-Voting	Physical	Total	
Total Received	256	55	311	272754158	3316	272757474	100
Voted in favour	245	52	297	271310337		271313595	99.99
Voted against	8	1	9	29876		29897	0.01
Abstained	3	--	3	1102831		1102831	N.A
Less Voted*	2	3	5	311114		311151	N.A
Invalid Vote**	Nil	2	2	N.A		N.A	N.A

\*5 Shareholders who have not completely exercised their voting rights.

\*\*One Ballot Paper which is duplicate & One ballot Paper whose Folio number mentioned in the Polling paper was incorrect



**SANTOSH KUMAR PRADHAN  
COMPANY SECRETARIES**

**VIII. Resolution No. 8:-**

Agenda No.	8
Subject of matter of resolution	To appoint Shri Vikas Khushalrao Deshpande (DIN:01200938) as Non-official Part-time Independent Director of the Company.
Type of Resolution	Ordinary

Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote e-Voting	Physical	Total	Remote e-Voting	Physical	Total	
Total Received	256	55	311	272754158	3316	272757474	100
Voted in favour	243	51	294	271280266	3237	271283503	99.98
Voted against	10	2	12	59947	42	59989	0.02
Abstained	3	--	3	1102831	--	1102831	N.A
Less Voted*	2	3	5	311114	37	311151	N.A
Invalid Vote**	Nil	2	2	N.A	N.A	N.A	N.A

\*5 Shareholders who have not completely exercised their voting rights.

\*\*One Ballot Paper which is duplicate & One ballot Paper whose Folio number mentioned in the Polling paper was incorrect.





**SANTOSH KUMAR PRADHAN  
COMPANY SECRETARIES**

**IX. Resolution No. 9:-**

<b>Agenda No.</b>	9
<b>Subject of resolution</b>	To appoint Shri Umesh Chandra Pandey (DIN: 01185085) as Non-official Part-time Independent Director of the matter of Company.
<b>Type of Resolution-</b>	Ordinary

Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote e-Voting	Physical	Total	Remote e-Voting	Physical	Total	
Total Received	256	55	311	272754158	3316	27275474	100
Voted in favour	245	51	296	271310337	3237	271313574	99.99
Voted against	8	2	10	29876	42	29918	0.01
Abstained	3	--	3	1102831	--	1102831	N.A
Less Voted*	2	3	5	311114	37	311151	N.A
Invalid Vote**	Nil	2	2	N.A	N.A	N.A	N.A

\*5 Shareholders who have not completely exercised their voting rights.

\*\*One Ballot Paper which is duplicate & One ballot Paper whose Folio number mentioned in the Polling paper was incorrect.



SANTOSH KUMAR PRADHAN  
COMPANY SECRETARIES

Yours Faithfully,

For Santosh Kumar Pradhan  
(Practicing Company Secretary)


Santosh Ku. Pradhan  
FCS No. 6973  
C.P. No. 7647  
Place: Ghaziabad



**MGT-13**

**Report of Scrutinizer(s)**

*[Pursuant to section 109 of the Companies Act, 2013, and rule 21(2) of the Companies (Management and administration) Rules, 2014]*

To,  
The Chairman  
Engineers India Limited  
Engineers India Bhawan,  
1, Bhikaji Cama Place,  
New Delhi- 110066

The 51<sup>st</sup> Annual General Meeting of the equity shareholders of Engineers India Limited held on Monday, the 19<sup>th</sup> September, 2016 at 3:00 PM at Siri Fort Auditorium, Khel Gaon, August Kranti Marg, New Delhi- 110049.

Dear Sir,

I, Santosh Kumar Pradhan, Practicing Company Secretary at 706, 8<sup>th</sup> Floor, K.M Trade Tower, Hotel Radisson Blu, Ghaziabad – 201010 (U.P) appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 51<sup>st</sup> Annual General meeting of the equity shareholders of Engineers India Limited, held on 19<sup>th</sup> September, 2016 at 3:00 PM, hereby submit my report as under:

1. After the time fixed for closing of the poll by the Chairman 4 (Four) ballot boxes kept for polling were locked in my presence with due identification marks placed by them.
2. The locked ballot boxes were subsequently opened in my/ our presence and poll papers were diligently scrutinized. The Poll papers were reconciled with the records maintained by the company/ Registrar and Transfer Agents of the Company and the authorizations/ Proxies lodged with the company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the poll is as under:





### Resolution No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements (including audited consolidated financial statements) for the year ended 31<sup>st</sup> March, 2016 and the Reports of Directors and Auditors thereon.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	3237	98.72

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	42	1.28

(iii) **Invalid** votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
2*	37**

\*One Ballot Paper which is duplicate & One ballot Paper whose Folio number mentioned in the Polling paper was incorrect.

\*\* 3 Shareholders who have not completely exercised their voting rights.



**Resolution No.2: Ordinary resolution**

**To consider declaration of final dividend on Equity Shares.**

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	3258	99.36

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	21	0.64

(iii) **Invalid** votes:

Total number of members (in person or by proxy) Whose voted were declared invalid	Total number of votes cast by them
2*	37**

\*One Ballot Paper which is duplicate & One ballot Paper whose Folio number mentioned in the Polling paper was incorrect.

\*\* 3 Shareholders who have not completely exercised their voting rights.



### Resolution No. 3: Ordinary Resolution

To appoint a director in place of Shri Ram Singh (DIN: 02942267), who retires by rotation and being eligible, offers himself for reappointment.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	3237	98.72

(i) Voted against the resolution:

Number of members present and voting (in person or by proxy) *	Number of votes cast by them	% of total number of valid votes cast
2	42	1.28

(ii) Invalid votes:

Total number of members (in person or by proxy) Whose voted were declared invalid	Total number of votes cast by them
2*	37**

\*One Ballot Paper which is duplicate & One ballot Paper whose Folio number mentioned in the Polling paper was incorrect.

\*\* 3 Shareholders who have not completely exercised their voting rights.





**Resolution No. 4: Ordinary Resolution**

**To appoint a director in place of Shri Ashwani Soni (DIN: 06962014), who retires by rotation and being eligible, offers himself for reappointment.**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	3237	98.72

(i) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	42	1.28

(ii) Invalid votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
2*	37**

\*One Ballot Paper which is duplicate & One ballot Paper whose Folio number mentioned in the Polling paper was incorrect.

\*\* 3 Shareholders who have not completely exercised their voting rights.



### Resolution No. 5: Ordinary Resolution

To fix remuneration of Auditors for the financial year 2016-17.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	3258	99.36

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	21	0.64

(ii) **Invalid** votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
2*	37**

\*One Ballot Paper which is duplicate & One ballot Paper whose Folio number mentioned in the Polling paper was incorrect.

\*\* 3 Shareholders who have not completely exercised their voting rights.



**Resolution No. 6: Ordinary Resolution**

**To appoint Dr. (Prof.) Mukesh Khare (DIN: 02029807) as Non-official Part-time Independent Director of the Company.**

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	3237	98.72

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	42	1.28

(ii) **Invalid** votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
2*	37**

\*One Ballot Paper which is duplicate & One ballot Paper whose Folio number mentioned in the Polling paper was incorrect.

\*\* 3 Shareholders who have not completely exercised their voting rights.





**Resolution No. 7: Ordinary Resolution**

**To appoint Mrs. Arusha Vasudev (DIN: 07370575) as Non-official Part-time Independent Director of the Company.**

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	3258	99.36

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	21	0.64

(ii) **Invalid** votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them.
2*	37**

\*One Ballot Paper which is duplicate & One ballot Paper whose Folio number mentioned in the Polling paper was incorrect.

\*\* 3 Shareholders who have not completely exercised their voting rights.



**Resolution No. 8: Ordinary Resolution**

**To appoint Shri Vikas Khushalrao Deshpande (DIN: 01200938) as Non-official Part-time Independent Director of the Company.**

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	3237	98.72

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	42	1.28

(ii) **Invalid** votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
2*	37**

\*One Ballot Paper which is duplicate & One ballot Paper whose Folio number mentioned in the Polling paper was incorrect.

\*\* 3 Shareholders who have not completely exercised their voting rights.



**Resolution No. 9: Ordinary Resolution**

**To appoint Shri Umesh Chandra Pandey (DIN: 01185085) as Non-official Part-time Independent Director of the Company.**

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	3237	98.72

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	42	1.28

(ii) **Invalid** votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
2*	37**

\*One Ballot Paper which is duplicate & One ballot Paper whose Folio number mentioned in the Polling paper was incorrect.

\*\* 3 Shareholders who have not completely exercised their voting rights.

5. A Compact disc (CD) Containing a list of shareholders who voted "for", "Against" and those whose votes were declared invalid for each resolution is enclosed.



6. The poll papers and all other relevant records were sealed and handed over to the Chairman for safe keeping.

Thanking You

For Santosh Kumar Pradhan  
(Practicing Company Secretary)



*Santosh*

Santosh Ku. Pradhan  
FCS No. 6973  
C.P. No. 7647

Place: Ghaziabad  
Date: 20.09.2016



*[Signature]*





**SANTOSH KUMAR PRADHAN**  
Company Secretaries

20<sup>th</sup> September, 2016

The Chairman  
Engineers India Limited,  
Engineers India Bhawan,  
1, Bhikaji Cama Place,  
New Delhi- 110066

**Sub: Scrutinizer's Report on voting through electronics means (Remote e-Voting) conducted pursuant to the provisions of Regulation 44 of SEBI (Listing Obligation and disclosure requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015.**

Dear Sir,

I, Santosh Kumar Pradhan, Practicing Company Secretary at 706, 8<sup>th</sup> Floor, K.M. Trade Tower, Hotel Radisson Blu, Ghaziabad-201010 had been appointed as the Scrutinizer by the Board of Directors of Engineers India Limited (the Company) having its registered office at Engineers India Bhawan, 1, Bhikaji Cama Place, New Delhi- 110066 vide resolution dated 25<sup>th</sup> May, 2016 pursuant to the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 to scrutinize the voting through electronic means (remote e-voting) by the shareholders in respect of the below mentioned resolutions passed at the 51<sup>st</sup> Annual General Meeting (AGM) of the Company held on 19<sup>th</sup> September, 2016.

The notice dated 5<sup>th</sup> August, 2016 convening AGM of the Company were sent to the Shareholders in respect of the below mentioned resolutions passed at the said AGM of the Company held on 19<sup>th</sup> September, 2016.

The Company has availed the voting through electronic means (remote e-voting) facility offered by M/s. Karvy Computershare Private Limited, for conducting remote e-Voting by the Shareholders of the Company. The Shareholders of the Company holding shares as on the "Cut-off" date i.e. 8<sup>th</sup> September, 2016 were entitled to vote on the proposed resolutions as set out at item nos. 1 to 9 in the notice convening of the 51<sup>st</sup> AGM of the Company.

The voting period for remote e-Voting commenced on Thursday, 15<sup>th</sup> day of September, 2016 at 9:30 am (IST) and ended on Sunday, 18<sup>th</sup> Day of September, 2016 at 5:00 pm (IST) and the remote e-Voting platform was blocked thereafter. The votes cast under remote e-Voting facility were then unblocked by me at 05:38 p.m. on 19<sup>th</sup> September,



706, 8<sup>th</sup> Floor, K. M. Trade Tower, Hotel Radisson Blu,  
Kausambi, Ghaziabad, U.P. 201010.  
Tel: 91-120-472 7777, e-mail: info@kritiadvistory.com





**SANTOSH KUMAR PRADHAN  
COMPANY SECRETARIES**


2016 in the presence of Ms. Anjali Girotra and Mr. Vimal Chauhan, who are not in the employment of the company.

I have scrutinized and reviewed the voting through electronic means (remote e-voting) and votes tendered therein based on the data downloaded from M/s. Karvy Computershare Private Limited, remote e-Voting platform. Based on the results made available to me, 256 (Two Hundred & Fifty Six) members have cast their votes on the remote e-voting platform and I have annexed to this report, the details of the remote e-voting results for each of the five agenda items contained in the said notice.

Thanking You.

Yours Faithfully,

For Santosh Kumar Pradhan  
(Practicing Company Secretary)

  
Santosh Ku. Pradhan  
FCS No. 6973  
C.P. No. 7647

Place: Ghaziabad



**SANTOSH KUMAR PRADHAN**  
**COMPANY SECRETARIES**

**Annexure**

**I Resolution No. 1:-**

<b>Agenda No.</b>	1
<b>Subject matter of resolution</b>	To receive, consider and adopt the Audited Financial Statements (including audited consolidated financial statements) for the year ended 31 <sup>st</sup> March, 2016 and the Reports of Directors and Auditors thereon.
<b>Type of Resolution</b>	Ordinary

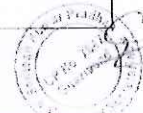
Particulars	Number of remote e-Votes	Number of votes contained in remote e-votes	Percentage of total valid votes cast
Total Received	256	272754158	100
Voted in favour	250	271340148	99.99
Voted against	2	40	0.01
Abstained	4	1102856	N.A
Less Voted*	2	311114	N.A
Invalid votes	Nil	N.A	N.A

\*2 Shareholders who have not completely exercised their voting rights.

**II. Resolution No. 2:-**

<b>Agenda No.</b>	2
<b>Subject matter of resolution</b>	To consider declaration of final dividend on Equity Shares.
<b>Type of Resolution</b>	Ordinary

Particulars	Number of remote e-Votes	Number of votes contained in remote e-votes	Percentage of total valid votes cast
Total Received	256	272754158	100
Voted in favour	254	271340524	99.99
Voted against	1	20	0.01



**SANTOSH KUMAR PRADHAN**  
**COMPANY SECRETARIES**

Abstained	1	1102500	N.A
Less Voted*	2	311114	N.A
Invalid votes	Nil	N.A	N.A

\*2 Shareholders who have not completely exercised their voting rights.

**III. Resolution No. 3:-**

Agenda No.	3
Subject matter of resolution	To appoint a director in place of Shri Ram Singh (DIN: 02942267), who retires by rotation and being eligible, offers himself for reappointment.
Type of Resolution	Ordinary

Particulars	Number of remote e-Votes	Number of votes contained in remote e-votes	Percentage of total valid votes cast
Total Received	256	272754158	100
Voted in favour	199	267033605	98.41
Voted against	54	4306608	1.59
Abstained	3	1102831	N.A
Less Voted*	2	311114	N.A
Invalid votes	Nil	N.A	N.A

\*2 Shareholders who have not completely exercised their voting rights.

**IV. Resolution No. 4:-**

Agenda No.	4
Subject matter of resolution	To appoint a director in place of Shri Ashwani Soni (DIN: 06962014), who retires by rotation and being eligible, offers himself for reappointment.
Type of Resolution	Ordinary

Particulars	Number of remote e-Votes	Number of votes contained in remote e-votes	Percentage of total valid votes cast
Total Received	256	272754158	100



*[Handwritten signature]*





**SANTOSH KUMAR PRADHAN**  
**COMPANY SECRETARIES**

Voted in favour	195	266894242	98.36
Voted against	58	4445971	1.64
Abstained	3	1102831	N.A
Less Voted*	2	311114	N.A
Invalid votes	Nil	N.A	N.A

\*2 Shareholders who have not completely exercised their voting rights.

**V. Resolution No. 5:-**

Agenda No.	5
Subject matter of resolution	To fix remuneration of Auditors for the financial year 2016-17
Type of Resolution	Ordinary

Particulars	Number of remote e-Votes	Number of votes contained in remote e-votes	Percentage of total valid votes cast
Total Received	256	272754158	100
Voted in favour	248	271310471	99.99
Voted against	6	29942	0.01
Abstained	2	1102631	N.A
Less Voted*	2	311114	N.A
Invalid votes	Nil	N.A	N.A

\*2 Shareholders who have not completely exercised their voting rights.

**VI. Resolution No. 6:-**

Agenda No.	6
Subject matter of resolution	To appoint Dr. (Prof.) Mukesh Khare (DIN: 02029807) as Non-official Part-time Independent Director of the Company.
Type of Resolution	Ordinary




**SANTOSH KUMAR PRADHAN**  
**COMPANY SECRETARIES**

Particulars	Number of remote e-Votes	Number of votes contained in remote e-votes	Percentage of total valid votes cast
Total Received	256	272754158	100
Voted in favour	245	271310337	99.99
Voted against	8	29876	0.01
Abstained	3	1102831	N.A
Less Voted*	2	311114	N.A
Invalid votes	Nil	N.A	N.A

\*2 Shareholders who have not completely exercised their voting rights.

**VII. Resolution No. 7:-**

Agenda No.	7
Subject matter of resolution	To appoint Mrs. Arusha Vasudev (DIN: 07370575) as Non-official Part-Time Independent Director of the Company.
Type of Resolution	Ordinary

Particulars	Number of remote e-Votes	Number of votes contained in remote e-votes	Percentage of total valid votes cast
Total Received	256	272754158	100
Voted in favour	245	271310337	99.99
Voted against	8	29876	0.01
Abstained	3	1102831	N.A
Less Voted*	2	311114	N.A
Invalid votes	Nil	N.A	N.A

\*2 Shareholders who have not completely exercised their voting rights.



*[Handwritten signature]*



**SANTOSH KUMAR PRADHAN**  
**COMPANY SECRETARIES**

**VIII. Resolution No. 8:-**

<b>Agenda No.</b>	8
<b>Subject matter of resolution</b>	To appoint Shri Vikas Khushalrao Deshpande (DIN:01200938) as Non-official Part-time Independent Director of the Company.
<b>Type of Resolution</b>	Ordinary

Particulars	Number of remote e-Votes	Number of votes contained in remote e-votes	Percentage of total valid votes cast
Total Received	256	272754158	100
Voted in favour	243	271280266	99.98
Voted against	10	59947	0.02
Abstained	3	1102831	N.A
Less Voted*	2	311114	N.A
Invalid votes	Nil	N.A	N.A

\*2 Shareholders who have not completely exercised their voting rights.

**IX. Resolution No. 9:-**

<b>Agenda No.</b>	9
<b>Subject matter of resolution</b>	To appoint Shri Umesh Chandra Pandey (DIN: 01185085) as Non-official Part-time Independent Director of the Company.
<b>Type of Resolution</b>	Ordinary

Particulars	Number of remote e-Votes	Number of votes contained in remote e-votes	Percentage of total valid votes cast
Total Received	256	272754158	100
Voted in favour	245	271310337	99.99
Voted against	8	29876	0.01
Abstained	3	1102831	N.A
Less Voted*	2	311114	N.A



*[Handwritten signature]*






**SANTOSH KUMAR PRADHAN  
COMPANY SECRETARIES**

<b>Invalid votes</b>	Nil	N.A	N.A
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\*2 Shareholders who have not completely exercised their voting rights.

Yours Faithfully,

**For Santosh Kumar Pradhan  
(Practicing Company Secretary)**

  
**Santosh Ku. Pradhan**  
FCS No. 6973  
C.P. No. 7647

**Place: Ghaziabad**

