



ARCOTECH LTD.

Regd. Office/Works: 181, Sector-3, Industrial Growth Center Bawal-123501, Distt. Rewari, Haryana
Ph.: 01284-264160 / 61, Email : contact@arcotech.in, Website : www.arcotech.in
CIN : L34300HR1981PLC012151

20th September, 2024

BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001 <u>Scrip Code: 532914</u>	National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra(E), Mumbai-400051 <u>Symbol: ARCOTECH</u>
--	--

SUB: VOTING RESULTS AND SCRUTINIZER'S REPORT OF THE 43RD ANNUAL GENERAL MEETING (AGM) OF THE COMPANY

Dear Sir,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Voting Results of the 43rd AGM of the Company held on Wednesday, 18th September, 2024 at 11:30 a.m. through Video Conference/Other Audio Video Means (OVAM).

Further, as per requirements of Section 108 read with relevant rules of the Companies, Act, 2013, also find enclosed the consolidated Scrutinizer's Report issued by M/s Saurabh Agrawal & Co., Practicing Company Secretaries, who were appointed as Scrutinizer for the purpose of scrutinizing remote e-voting conducted from 15th September, 2024 at 9:00 a.m. to 17th September, 2024 at 5:00 p.m. and e-voting conducted during the AGM.

Kindly take the same on your record.

Thanking You,

Yours truly,
For **ARCOTECH LIMITED**

NIDHI JAIN
Company Secretary & Compliance Officer

Encl: As Above

ARCOTECH LTD.

AGM Attended and Voting Summary AGM Format for Voting Result

Date of the AGM	18-Sep-24
Total Number of Shareholders on Record Date	29440
No. of Shareholders Present in the Meeting Either in Person or Through Proxy :	
Promoter & Promoter Group	
Public	
Total	
No. of Shareholders Attended the Meeting Through Video Conferencing :	
Promoter & Promoter Group	12
Public	46
Total	58

1	To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2024 including Audited Balance Sheet as at 31st March, 2024 and the Statement of Profit and Loss for the year ended and Cash Flow statement as on that date and the reports of the Board of Directors (the Board) 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 & Promoter Group	Remote Evoting	41960144	34497719	82.2154	34497719	0	100.0000	0.0000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		34497719	82.2154	34497719	0	100.0000	0.0000
Public-Institutional holders	Remote Evoting	186710	0	0.0000	0	0		
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote Evoting	62853146	439512	0.6993	412052	27460	93.7522	6.2478
	Evoting at AGM		2000	0.0032	2000	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		441512	0.7025	414052	27460	93.7805	6.2195
Total		105000000	34939231	33.2755	34911771	27460	99.9214	0.0786



2		To appoint a Director in place of Sh. Radhanath Pattanayak (Din-01189370), who retires by rotation and being eligible, offers himself for re-appointment						
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 & Promoter Group	Remote Evoting	41960144	34497719	82.2154	34497719	0	100.0000	0.0000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		34497719	82.2154	34497719	0	100.0000	0.0000
Public-Institutional holders	Remote Evoting	186710	0	0.0000	0	0		
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote Evoting	62853146	437712	0.6964	397175	40537	90.7389	9.2611
	Evoting at AGM		2000	0.0032	2000	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		439712	0.6996	399175	40537	90.7810	9.2190
Total		105000000	34937431	33.2737	34896894	40537	99.8840	0.1160

3		To approve Material Related Party Transactions of the Company and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution						
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 & Promoter Group	Remote Evoting	41960144	0		0	0		
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Institutional holders	Remote Evoting	186710	0	0.0000	0	0		
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote Evoting	62853146	437712	0.6964	410046	27666	93.6794	6.3206
	Evoting at AGM		2000	0.0032	2000	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		439712	0.6996	412046	27666	93.7082	6.2918
Total		105000000	439712	0.4188	412046	27666	93.7082	6.2918



4		To appoint Sh. Radhanath Pattanayak as Whole-time Director of the Company for a further term of 3 (three) years:						
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 & Promoter Group	Remote Evoting	41960144	34497719	82.2154	34497719	0	100.0000	0.0000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		34497719	82.2154	34497719	0	100.0000	0.0000
Public-Institutional holders	Remote Evoting	186710	0	0.0000	0	0		
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote Evoting	62853146	437712	0.6964	391175	46537	89.3681	10.6319
	Evoting at AGM		2000	0.0032	0	2000	0.0000	#####
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		439712	0.6996	391175	48537	88.9616	11.0384
Total		105000000	34937431	33.2737	34888894	48537	99.8611	0.1389

5		To approve continuation of Sh. Arvind Kumar Saraf as Non-Executive Chairman on the Board of Company as per the provisions of SEBI LODR						
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 & Promoter Group	Remote Evoting	41960144	28235599	67.2915	28235599	0	100.0000	0.0000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		28235599	67.2915	28235599	0	100.0000	0.0000
Public-Institutional holders	Remote Evoting	186710	0	0.0000	0	0		
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote Evoting	62853146	438212	0.6972	410496	27716	93.6752	6.3248
	Evoting at AGM		2000	0.0032	2000	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		440212	0.7004	412496	27716	93.7039	6.2961
Total		105000000	28675811	27.3103	28648095	27716	99.9033	0.0967





FORM NO. MGT-13

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to the Section 108 of the Companies Act, 2013 read with Rule 20(4) of the Companies
(Management & Administration) Rules, 2014

To

The Chairman

ARCOTECH LIMITED

(CIN: L34300HR1981PLC012151)

181, Sector-3, Bawal Growth Centre

Bawal, Haryana - 123501

Sub: Combined Scrutinizer's Report on e-voting carried out during 15th September, 2024 (09:00 A.M.) to 17th September, 2024 (05:00 P.M.) and venue E-voting conducted at the 43rd Annual General Meeting of the Equity shareholders of Arcotech Limited held on Wednesday, 18th day of September, 2024 at 11:30 A.M.

Dear Sir,

1. I, Saurabh Agrawal, Company Secretary in Practice, Partner M/s. Saurabh Agrawal & Co., Company Secretaries, having office at 403, Nirmal Tower, 26 Barakhamba Road, Connaught Place, New Delhi-110001 have been appointed as the Scrutinizer for the voting through electronic mean (e-voting) on the resolutions contained in the notice dated 13th August, 2024 ("Notice") issued in accordance with the Ministry of Corporate Affairs ("MCA") has, vide its circulars numbers 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 20/2020 dated 5th May 2020 and 09/2023 dated 25th September 2023 (hereinafter referred to as "MCA circulars"), calling the 43rd Annual General Meeting of its Equity Shareholders ("the Meeting"/ "AGM") through VC / OAVM). The AGM was convened on Wednesday, 18th day of September, 2024 at 11:30 A.M.
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20(4) of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:
 - (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
 - (ii) process of e-voting at the AGM through electronic voting system.



3. Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of:

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

4. Scrutinizer's Responsibility

Our responsibility as Scrutinizer for e-voting process [i.e. remote e-voting and e-voting process during AGM] is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited the authorized agency engaged by the Company to provide facility of Remote e-voting and e-voting during the AGM.

5. Publication of notice in the newspaper

The Company has informed that on the basis of the Register of members and the list of beneficial owners made available by the Depositories viz Central Depository Services (India) Limited (CDSL) and National Securities Depository Limited (NSDL), the Company completed the dispatch of notice on 27th August, 2024 by email to members who had registered their email Ids with the Company/Depository and the same was hosted on the website of the Company.

The Public advertisement with respect to dispatch of notice and conducting of remote e voting was published in English in Financial Express and in Hindi in Jansatta on Wednesday 28th August, 2024.

6. Cut-off date

The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., 11th September, 2024 were entitled to vote on the resolutions (item nos. 1 to 5 as set out in the Notice calling the AGM) and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

7. E-voting process at the AGM

- After the time fixed for closure of the e-voting, the electronic system recording the e-voting ("e-votes") was locked by the Central Depository Services (India) Limited.
- The e-votes cast at the meeting were unblocked on Wednesday, 18th September, 2024 after the conclusion of the AGM.



- The Company conducted voting through electronic means for the members who could not participate in the remote e-voting to record their votes.

8. **Remote e-voting process**

- The remote e-voting period remained open from 15th September 2024 at 9.00 A.M. to 17th September 2024 at 5.00 P.M.
- The votes cast during the remote e-voting were unblocked on Wednesday, 18th September, 2024 after the conclusion of the AGM and was witnessed by two witnesses, Ms. Pooja Jain (PAN No. AUDPJ2855M) and Ms. Twinkle Gupta (PAN No. ALVPG4552H), who are not in the employment of the Company and the remote e-voting and e-voting results/ list of Equity Shareholders who have voted for and against were downloaded from the e-voting website of CDSL, (<https://www.evotingindia.com>).



Signature

Pooja Jain



Signature

Twinkle Gupta

9. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting process during AGM, based on the reports generated by CDSL and the summary of the voting through remote e-voting facility and e-voting facility during the 43rd AGM are as under:

Item No. of the Notice	Votes in favour of the resolution		Votes against the resolution		Invalid votes Nos. (vi)
	Number of Valid Votes	As a% of total number of valid votes (in Favour and Against) (iii=ii/(ii+iv)*100)	Number of Valid Votes	As a% of total number of valid votes (in Favour and Against) (v =iv/ (ii+iv)*100)	
(i)	(ii)		(iv)		
Item No. 1:- Receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2024 including Audited Balance Sheet as at 31st March, 2024 and the Statement of Profit and Loss for the year ended and Cash Flow statement as on that date and the reports of the Board of Directors ("the Board") and	34911771	99.92%	27460	0.08%	0



Auditors thereon (As an Ordinary Resolution)					
Item No. 2:- Appointment of Sh. Radhanath Pattanayak (DIN-01189370) Director retiring by rotation and being eligible, offers himself for re-appointment (As an Ordinary Resolution)	34896894	99.88%	40537	0.12%	0
Item No. 3:- Approval of Material Related Party Transactions of the Company (As an Ordinary Resolution)#	412046	93.71%	27666	6.29%	0
Item No. 4:- Appointment of Sh. Radhanath Pattanayak as Whole-time Director of the Company for a further term of 3 (three) years (As an Ordinary Resolution)	34888894	99.86%	48537	0.14%	0
Item No. 5:- Approval for continuation of Sh. Arvind Kumar Saraf as Non-Executive Chairman on the Board of Company as per the provisions of SEBI LODR (As an Ordinary Resolution)	28648095	99.9%	27716	0.1%	0

For the voting results, the votes cast by members who are eligible to vote in terms of Regulation 23 of LODR have been considered.

Total 58 Members attended the Annual General Meeting of the company.

10. All the Resolution mentioned in the Notice of the Annual General Meeting as per the details above stand passed under remote e-voting and e-voting done by the members at the AGM with the requisite majority and hence deemed to have been passed at the AGM.
11. A list of Equity shareholders who voted "FOR", "AGAINST" the resolutions (Both through Remote E-voting and E-voting at the AGM) has been handed over to the Company Secretary.
12. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves, and signs the Minutes of the aforesaid Annual General Meeting.



13. Restriction on Use

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) placing on the website of CDSL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking You,

Place: New Delhi

Date: 18/09/2024

UDIN: F005430F001245933

Yours faithfully

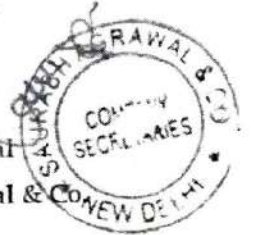
Saurabh Agrawal

Saurabh Agrawal &

Scrutinizer

C.P No. 4868

M. No F5430



Received the Combined Report on Remote e-voting and venue e - voting.
FOR ARCOTECH LIMITED

A handwritten signature in black ink, appearing to read "Arvind Kumar Saraf".

Chairman

Arvind Kumar Saraf

DIN: 00057323