

September 27, 2024

National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, Block -G
Bandra-Kurla Complex
Bandra (East), Mumbai – 4000 51

Bombay Stock Exchange Limited
Corporate Relationship Department
P.J. Towers, Dalal Street
Mumbai – 4000 01

Scrip Symbol: SANSERA

Scrip Code: 543358

Dear Sir

Subject: Voting Results and Scrutinizer Report of 42nd Annual General Meeting (AGM) under regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please find attached, the voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including report of scrutinizer, pertaining to 42nd AGM of the Company held on September 26, 2024 at 3.00 pm (IST) through VC / OAVM.

Kindly take the same on your record.

Thanking you,

Yours faithfully,
for Sansera Engineering Limited

Rajesh Kumar Modi
Company Secretary and Compliance Officer

Encls: a/a

SANSERA ENGINEERING LIMITED



Date: 27th September 2024

To,
The Chairman,
Sansera Engineering Limited
CIN: L34103KA1981PLC004542
Plant-7, No. 143/A, Jigani Link Road,
Bommasandra Industrial Area,
Anekal Taluk, Bangalore - 560105.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the 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 at the 42nd Annual General Meeting of Sansera Engineering Limited held on Thursday, September 26, 2024 at 03:00 P.M. (IST) through video conferencing ('VC') / other audio visual means ('OVAM')

I, Pramod S M (Membership No. FCS: 7834/CP: 13784) Designated Partner of BMP & Co. LLP, Practising Company Secretaries, Bangalore had been appointed as the Scrutinizer by the Board of Directors of Sansera Engineering Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of below mentioned resolutions proposed in the 42nd Annual General Meeting ("AGM") of Sansera Engineering Limited ("Company") on Thursday, September 26, 2024 at 03:00 P.M. (IST) through VC / other OVAM.

I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the said AGM.



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BMP & Co. LLP

Regd Office : # 4272, Sapthagiri, 2nd Floor, Vivekananda Park Road, Near Seetha Circle, Girinagar, Bangalore - 560 085.

✉ : biswajit@bmpandco.com, [Website : www.bmpandco.com](http://www.bmpandco.com), LLPIN : AAI-4194

The notice dated 20th August, 2024, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM by the Company through electronic mode to those members whose email addresses are registered with the Company/ Depositories, in compliance with the General Circular No. 14/2020 dated 8th April 2020, General Circular No.17/2020 dated 13th April 2020, followed by General Circular No. 20/2020 dated 5th May, 2020, General Circular 22/2020 dated 15th June 2020, General Circular No. 33/2020 dated 28th September 2020, General Circular No. 39/2020 dated 31st December 2020, General Circular no. 21/2021 dated December 14, 2021, General Circular No. 02/2021 dated 13th January 2021, General Circular No. 02/2022 dated 5th May 2022, General Circular No. 03/2022 dated 5th May 2022, General Circular No.11/2022 dated 28th December 2022, General Circular No 09/2023 dated 25th September 2023 and all other relevant circulars issued from time to time (collectively referred to as "MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 read with Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023, Circular No. SEBI/HO/DDHS/P/CIR/2023/0164 dated 6th October, 2023 issued by the Securities and Exchange Board of India (collectively referred to as "SEBI Circulars").

In terms of the Circulars, the Company had sent the Notice of the 42nd Annual General Meeting and the Annual Report for the financial year 2023-24 in electronic form and the same was completed on 4th September 2024.

The Company had availed the e-voting facility offered by Link Intime India Private Limited ("**Link Intime**") for conducting remote e-voting by the shareholders of the Company.

The remote e-voting commenced on Monday, September 23, 2024 (9.00 A.M. IST) and ended on Wednesday, September 25, 2024 (5.00 P.M. IST).



The Company had availed the services of e-voting facility from Link Intime to the shareholders present at the AGM through VC/OVAM and who had not cast their vote earlier. The votes were unblocked on 26th September 2024 at 04.07 P.M. (IST) in the presence of two witnesses, viz., Ms. Isha Shrotriya currently residing at Jagadeesha G.S., No. 25, 6th Cross, 1st A Main Road, Nanjappa Layout, Adugodi, Bangalore-560030 and Mr. Abhishek A #43/1 Srinidhi apartment, 3rd Main, 6th Cross, Attiguppe, Vijayanagar Bangalore 560040 who are not in employment of the Company.

The Shareholders of the Company holding shares as on the “cut-off” i.e., 19th September 2024 were entitled to vote on the resolutions contained in the Notice of the AGM.

After the closure of remote e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility prior were unblocked and were counted.

I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein based on the data downloaded from Link Intime’s e-voting system. The Management of the Company is responsible to ensure compliance with requirements of the Act and rules relating to remote e-voting prior and during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and e-voting during the AGM is restricted to making scrutinizers report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting and e-voting during AGM in respect of the said resolutions.

Resolution No. 1 – Ordinary Resolution

To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Auditors’ and Board’s Report thereon.



(i) Voted “*in Favour*” of the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E-voting	215	44337688	99.9997
E-voting during AGM	2	145	0.0003
Total	217	44337833	100

(ii) Voted “*against*” the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E-voting	0	0	0
E-voting during AGM	0	0	0
Total	0	0	0

(iii) *Invalid Votes*

Particulars	Total Number of members exercised their votes	Total number of votes cast by them (shares)
Remote E-voting	0	0
E-voting during AGM	0	0
Total	0	0

(iii) *Abstained Votes*

Particulars	Total Number of members exercised their votes	Total number of votes not cast by them (shares)
Remote E-voting	1	1602



E-voting during AGM	0	0
Total	1	1602

Resolution No. 2 – Ordinary Resolution

To declare dividend of Rs. 3.00 per equity share for the year ended March 31, 2024.

(i) Voted “*in Favour*” of the resolution.

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E- voting	215	44339255	99.9996
E-voting during AGM	2	145	0.0003
Total	217	44339400	99.9999

(ii) Voted “*against*” the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E- voting	1	35	0.0001
E-voting during AGM	0	0	0.0001
Total	1	35	0.0001

(iii) *Invalid Votes*

Particulars	Total Number of members exercised their votes	Total number of votes cast by them (shares)
Remote E- voting	0	0
E-voting during AGM	0	0
Total	0	0



(iv) *Abstained Votes*

Particulars	Total Number of members exercised their votes	Total number of votes not cast by them (shares)
Remote E- voting	0	0
E-voting during AGM	0	0
Total	0	0

Resolution No. 3 – Ordinary Resolution

To appoint a director in place of Mr. Subramonia Sekhar Vasam (DIN: 00361245) who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted “*in Favour*” of the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E- voting	192	42839048	96.6163
E-voting during AGM	2	145	0.0003
Total	194	42839193	96.6166

(ii) Voted “*against*” the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E- voting	24	1500192	3.3834
E-voting during AGM	0	0	0
Total	24	1500192	3.3834



(iii) *Invalid Votes*

Particulars	Total Number of members exercised their votes	Total number of votes cast by them (shares)
Remote E- voting	0	0
E-voting during AGM	0	0
Total	0	0

(iv) *Abstained Votes*

Particulars	Total Number of members exercised their votes	Total number of votes not cast by them (shares)
Remote E- voting	0	0
E-voting during AGM	0	0
Total	0	0

Resolution No. 4 – Ordinary Resolution

Ratification of remuneration payable to M/s. Rao, Murthy and Associates, Bengaluru, Cost Auditors of the Company.

(i) Voted "*in Favour*" of the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E- voting	214	44339240	99.9996
E-voting during AGM	2	145	0.0003
Total	216	44339385	99.9999



(ii) Voted “*against*” the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E- voting	2	50	0.0001
E-voting during AGM	0	0	0
Total	2	50	0.0001

(iii) *Invalid Votes*

Particulars	Total Number of members exercised their votes	Total number of votes cast by them (shares)
Remote E- voting	0	0
E-voting during AGM	0	0
Total	0	0

(iv) *Abstained Votes*

Particulars	Total Number of members exercised their votes	Total number of votes not cast by them (shares)
Remote E- voting	0	0
E-voting during AGM	0	0
Total	0	0

Resolution No. 5 – Ordinary Resolution

Approval for increasing the commission payable to Mr. Samir Purushottam Inamdar (DIN: 00481968), Non-Executive Independent Director.

(i) Voted “*in Favour*” of the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
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Remote E- voting	212	44339200	99.9995
E-voting during AGM	2	145	0.0003
Total	214	44339345	99.9998

(ii) Voted “*against*” the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E- voting	4	90	0.0002
E-voting during AGM	0	0	0
Total	4	90	0.0002

(iii) *Invalid Votes*

Particulars	Total Number of members exercised their votes	Total number of votes cast by them (shares)
Remote E- voting	0	0
E-voting during AGM	0	0
Total	0	0

(iv) *Abstained Votes*

Particulars	Total Number of members exercised their votes	Total number of votes not cast by them (shares)
Remote E- voting	0	0
E-voting during AGM	0	0
Total	0	0

Resolution No. 6 – Ordinary Resolution

Approval for increasing the commission payable to Mr. Lakshminarayan Muthuswami (DIN: 00064750), Non-Executive Independent Director.



(i) Voted “*in Favour*” of the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E- voting	212	44339200	99.9995
E-voting during AGM	2	145	0.0003
Total	215	44339345	99.9998

(ii) Voted “*against*” the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E- voting	4	90	0.0002
E-voting during AGM	0	0	0
Total	4	90	0.0002

(iii) *Invalid Votes*

Particulars	Total Number of members exercised their votes	Total number of votes cast by them (shares)
Remote E- voting	0	0
E-voting during AGM	0	0
Total	0	0

(iv) *Abstained Votes*

Particulars	Total Number of members exercised their votes	Total number of votes not cast by them (shares)
Remote E- voting	0	0
E-voting during AGM	0	0
Total	0	0

Resolution No. 7 – Ordinary Resolution

Approval for increasing the commission payable to Mrs. Revathy Ashok (DIN: 00057539), Non- Executive Independent Director.

(i) Voted “*in Favour*” of the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E- voting	212	44339200	99.9995
E-voting during AGM	2	145	0.0003
Total	124	44339345	99.9998

(ii) Voted “*against*” the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E- voting	4	90	0.0002
E-voting during AGM	0	0	0
Total	4	90	0.0002

(iii) *Invalid Votes*

Particulars	Total Number of members exercised their votes	Total number of votes cast by them (shares)
Remote E- voting	0	0
E-voting during AGM	0	0
Total	0	0



(iv) *Abstained Votes*

Particulars	Total Number of members exercised their votes	Total number of votes not cast by them (shares)
Remote E- voting	0	0
E-voting during AGM	0	0
Total	0	0

Resolution No. 8 – Ordinary Resolution

Increase in Authorised Share Capital of the Company and alteration of Capital Clause of Memorandum of Association of the Company.

(i) Voted “*in Favour*” of the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E- voting	211	44331060	99.9813
E-voting during AGM	2	145	0.0003
Total	213	44331205	99.9816

(ii) Voted “*against*” the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E- voting	5	8180	0.0184
E-voting during AGM	0	0	0
Total	5	8180	0.0184



(iii) *Invalid Votes*

Particulars	Total Number of members exercised their votes	Total number of votes cast by them (shares)
Remote E- voting	0	0
E-voting during AGM	0	0
Total	0	0

(iv) *Abstained Votes*

Particulars	Total Number of members exercised their votes	Total number of votes not cast by them (shares)
Remote E- voting	0	0
E-voting during AGM	0	0
Total	0	0

Resolution No. 9 – Special Resolution

To consider and approve raising of funds and issuance of securities by way of a qualified institutions placement or through any other mode permitted under law.

(i) Voted “*in Favour*” of the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E- voting	206	42996424	96.9711
E-voting during AGM	2	145	0.0003
Total	208	42996569	96.9714

(ii) Voted “*against*” the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
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Remote E- voting	10	1342866	3.0286
E-voting during AGM	0	0	0
Total	10	1342866	3.0286

(iii) *Invalid Votes*

Particulars	Total Number of members exercised their votes	Total number of votes cast by them (shares)
Remote E- voting	0	0
E-voting during AGM	0	0
Total	0	0

(iv) *Abstained Votes*

Particulars	Total Number of members exercised their votes	Total number of votes not cast by them (shares)
Remote E- voting	0	0
E-voting during AGM	0	0
Total	0	0

The final analysis of the e-voting is annexed herewith as *Annexure A*. The Register, all other papers and relevant records relating to remote e-voting shall remain in our safe custody until the chairman considers, approves, and signs the minutes and thereafter the same would be handed over to the Company Secretary of the Company for the safe keeping.

For BMP & Co. LLP,
Company Secretaries



A handwritten signature in black ink, appearing to be "Pramod S M".

Pramod S M
Designated Partner
FCS No: 7834
CP No: 13784

UDIN: F007834F001336117

Place: Bangalore
Date: 27th September 2024

Annexure A
THE FINAL ANALYSIS OF THE E-VOTING IS AS FOLLOWS:

Sl. No	Resolution	Remote E-Voting		E-Voting during AGM		Percentage		Result
		For	Against	For	Against	For	Against	
1.	To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Auditors' and Board's Report thereon.	44337688	0	145	0	100	0	Passed
2.	To declare dividend of Rs. 3.00 per equity share for the year ended March 31, 2024.	44339255	35	145	0	99.9999	0.0001	Passed
3.	To appoint a director in place of Mr. Subramonia Sekhar Vasam (DIN: 00361245) who retires by rotation and being eligible, offers himself for re-appointment.	42839048	1500192	145	0	96.6166	3.3834	Passed
4.	Ratification of remuneration payable to M/s. Rao, Murthy and Associates, Bengaluru, Cost Auditors of the Company.	44339240	50	145	0	99.9999	0.0001	Passed



5.	Approval for increasing the commission payable to Mr. Samir Purushottam Inamdar (DIN: 00481968), Non-Executive Independent Director.	44339200	90	145	0	99.9998	0.0002	Passed
6.	Approval for increasing the commission payable to Mr. Lakshminarayan Muthuswami (DIN: 00064750), Non-Executive Independent Director.	44339200	90	145	0	99.9998	0.0002	Passed
7.	Approval for increasing the commission payable to Ms. Revathy Ashok (din 00057539), Non-Executive Independent Director.	44339200	90	145	0	99.9998	0.0002	Passed
8.	Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company.	44331060	8180	145	0	99.9816	0.0184	Passed
9.	To consider and approve raising of funds and issuance of securities by way of a	42996424	1342866	145	0	96.9714	3.0286	Passed



qualified institutions placement or through any other mode permitted under law.								
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Based on the above information, you may kindly announce the results.

Thanking you,

Yours faithfully

For BMP & Co. LLP,
Company Secretaries



Pramod S M
Designated Partner
FCS No: 7834
CP No: 13784

Place: Bangalore

Date: 27th September 2024

UDIN: F007834F001336117

We the undersigned, witness that the votes were unblocked from the e-voting website of Link Intime (<https://instavote.linkintime.co.in>) in our presence.

Isha Shrotriya

Address: Jagadeesha G.S., No. 25, 6th Cross,
1st A Main Road, Nanjappa Layout,
Adugodi, Bangalore-560030.

Mr. Abhishek A

Address: #43/1 Srinidhi apartment, 3rd main, 6th Cross,
Attiguppe, Vijayanagar Bangalore 560040

Countersign by Company Secretary

(Authorised by the Chairman and Board of Directors)

Rajesh Kumar Modi

Company Secretary & Compliance Officer

Address: Plant 7, No. 143/A, Jigani Link Road, Bommasandra Industrial Area, Bengaluru 560105.