

HEIL/SE-67/2024-25

January 28, 2025

To,
The Manager (Listing),
The BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Script Code No. : **543600**

To,
The Manager (Listing),
National Stock Exchange of India Limited
"Exchange Plaza", C-1, Block - G,
Bandra - Kurla Complex, Bandra (E)
Mumbai – 400 051
Symbol : **HARSHA**

Dear Sir/Madam,

Sub: Voting Result along with the Scrutinizer's Report on the Postal Ballot Notice dated November 11, 2024

Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is in furtherance to our submission dated December 23, 2024 regarding the submission of Notice of Postal Ballot dated November 11, 2024 seeking approval of the members of the Company by way of special resolution through the remote e-voting process for:

1. Appointment of Ms Priyanka Agarwal Chopra (DIN:10011547) as a Non-Executive Independent Director of the Company.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the voting results in respect of the aforesaid resolution in the prescribed format.

Additionally, we enclose the consolidated report of the Scrutinizer, CS Chirag Shah of M/s Chirag Shah & Associates, Practicing Company Secretaries, dated January 27, 2025, in relation to the remote e-voting process.

Based on the Scrutinizer's Report, we wish to inform you that the Special Resolutions, as set out in the Postal Ballot Notice dated November 11, 2024, were passed by the Members of the Company with the requisite majority on January 25, 2025, being the last date of remote e-voting.

The Scrutinizer's Report is also available on the Company's website and can be accessed at <https://www.harshaengineers.com/> and on the MUFGE Intime India Private Limited's (formerly known as Link Intime India Private Limited) website at <https://instavote.linkintime.co.in/>.

We request you to kindly take the same on record.

Thanking You,

Yours faithfully,

FOR HARSHA ENGINEERS INTERNATIONAL LIMITED

Kiran Mohanty
Company Secretary and Chief Compliance Officer
MEM NO. : F9907

Encl.: As Above

Resolution (1)

Resolution required: (Ordinary / Special)		Special							
Whether promoter/promoter group are interested in the agenda/resolution?		No							
Description of resolution considered		APPOINTMENT OF MS. PRIYANKA AGARWAL CHOPRA (DIN: 10011547) AS A NON- EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.							
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour 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		67926526	99.9998	67926526	0	100.0000	0.0000	
	Poll	67926633	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	67926633	67926526	99.9998	67926526	0	100.0000	0.0000	
Public- Institutions	E-Voting		7754287	91.0182	7754287	0	100.0000	0.0000	
	Poll	8519494	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	8519494	7754287	91.0182	7754287	0	100.0000	0.0000	
Public- Non Institutions	E-Voting		6019200	41.2331	6017882	1318	99.9781	0.0219	
	Poll	14597978	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	14597978	6019200	41.2331	6017882	1318	99.9781	0.0219	
	Total	91044105	81700013	89.7367	81698695	1318	99.9984	0.0016	
Whether resolution is Pass or Not.				Yes					
Disclosure of notes on resolution				Add Notes					





CHIRAG SHAH & ASSOCIATES

Company Secretaries
1213-1214 Ganesh Glory, Nr. Jagatpur Crossing
Besides Ganesh Genesis,
Off. S.G. Highway, Ahmedabad - 382 481.
Ph.: 079-40020304, 6358790040/41/42
E-mail : chi118_min@yahoo.com

Scrutinizer Report on Remote E-Voting in Respect of Resolution Proposed through Postal Ballot [Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rule 2014]

To,
The Chairman
HARSHA ENGINEERS INTERNATIONAL LIMITED
Sarkhej - Bavla Road, Changodar, Ahmedabad,
Sanand, Gujarat, India, 382213

Dear Sir,

Re : Report of Scrutinizer on passing of resolution through Postal Ballot only by way of remote E-voting of HARSHA ENGINEERS INTERNATIONAL LIMITED ("the Company")

1. The Board of Directors of the Company, by Resolution passed on November 11, 2024 has appointed us as Scrutinizer for conducting the postal ballot (e-voting process) for passing the resolution as set out in the Notice of Postal Ballot dated November 11, 2024.
2. In terms of the Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No.20/2020 dated 5 May, 2020, General Circular No.22/2020 dated 15 June, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, General Circular No.3/2022 dated May 5, 2022, General Circular No.11/2022 dated December 28, 2022, General Circular No 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 (collectively referred to as the "MCA Circulars") the Company had sent the postal ballot notice in electronic form only. The hard copy of the Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelopes were not sent to the members for the postal ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members would take place through the remote voting system only. To facilitate such members to receive the postal ballot notice electronically and cast their vote electronically, the Company had made arrangement for registration of email addresses in terms of the MCA Circulars. This Notice shall also be available on the website of the Company at www.harshaengineers.com, websites of the stock exchanges where the equity shares of the Company is listed, i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and website of e-Voting Agency at <https://instavote.linkintime.co.in/>



3. We submit our report as under:
4. The Notice of Postal Ballot dated November 11, 2024 alongwith the statement under Section 102 of the Companies Act, 2013 setting out all material facts in respect of the resolutions mentioned therein was sent electronically by email to the members whose names appear in the register of members/ list of beneficial owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on December 20, 2024 in compliance with the above referred MCA Circulars.
5. The Company has completed the dispatch of Postal Ballot Notice by email on December 23, 2024. In accordance with the MCA Circulars, no physical ballot notice was dispatched to the Members. The Company has also published Newspaper Advertisement in Business standard (English) and Jai Hind (Gujarati) respectively, regarding dispatch of Notice of Postal Ballot alongwith Remote E-voting Information and containing all the matters required under Companies Act, 2013 and relevant rules on, December 24, 2024.
6. The Company has offered E-voting through MUFG Intime India Private Limited (Formerly Known as Link Intime India Private Limited) and the report contains the details of E-voting only.
7. The facility of E-voting remained open from Friday, December 27, 2024 (9:00 A.M.), and ended on Saturday, January 25, 2025 (5.00 p.m.)
8. We have unblocked the votes cast through remote E-voting in the presence of Mr. Raimeen Maradiya and Ms. Neha Soni who are not in the employment of the Company. Thereafter, the details containing, inter-alia the list of members who voted "For" or "Against" the resolutions were derived from the report generated from the evoting website of MUFG Intime India Private Limited (Formerly Known as Link Intime India Private Limited).



9. A Summary of postal ballot through E-voting is given below

Resolution No. 1 :

To Appoint Ms. Priyanka Agarwal Chopra (DIN: 10011547) as a Non-Executive Independent Director of the Company (Special Resolution)

Particulars		No. of Postal Ballot Forms / E-voting	No. of shares	% of Total Paid Up Equity Capital	% of total votes polled
a)	Voting exercised through E-Voting	210	81700013	89.7367%	100.0000%
b)	E-Voting ballot with assent (favour) for the Resolution	196	81698695	89.7353%	99.9984%
c)	E-Voting ballot dissent (against) for the Resolution	14	1318	0.0014%	0.0016%
d)	E-Voting ballot Abstained from voting	0	0	0.0000%	0.0000%
e)	Total valid votes exercised (b+c)	210	81700013	89.7367%	100.0000%
Total Ballot with ASSENT in Electronic mode		196	81698695	89.7353%	99.9984%
Total Ballot with DISSENT in Electronic mode		14	1318	0.0014%	0.0016%
Since total votes polled in favour of the resolution is 100.00 % and total votes polled against the resolution is 0.0% , resolution has been passed as Special Resolution					

10. You may accordingly declare the results of the voting by postal ballot only by way remote E-voting.
11. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairperson considers, approves and signs the Minutes of the aforesaid Resolutions passed by way of Postal Ballot and the same will be handed over to the Company Secretary of the Company for safe keeping.

Thanking you,

**For, Chirag Shah and Associates
Company Secretaries**

**Chirag Shah
Partner**

FCS No.5545, CP No.3498

Place: Ahmedabad

Date: 27.01.2025

UDIN : F005545F003793571



Counter Signed by

For HARSHA ENGINEERS INTERNATIONAL LIMITED

Mr. Kiran Mohanty

Company Secretary & Chief Compliance Officer

Membership No.: F9907

