



Modern Engineering and Projects Limited

Shaping the Road Ahead

Date: October 01, 2024

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

BSE SCRIP CODE: 539762

**Sub: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 -
Details of Voting Results at the 78th Annual General Meeting (AGM) of Modern Engineering and
Projects Limited**

Dear Sir/ Madam,

In terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the consolidated results of the voting conducted through remote e-voting from Thursday, September 26, 2024 to Sunday, September 29, 2024 and through poll paper at the 78th AGM of Modern Engineering and Projects Limited held on September 30, 2024.

Further, please find enclosed the Report of Scrutinizer dated October 01, 2024 on remote e-voting and Poll paper during the AGM, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

As per the Scrutinizer's Report, all resolutions as set out in the Notice of 78th Annual General Meeting have been duly approved by the members with the requisite majority.

Kindly take the same on records.

Thanking you.

Yours faithfully,

For Modern Engineering and Projects Limited,

Sanjay Jha
Company Secretary



Encl: As above

78th Annual General Meeting Voting Results

Date of AGM/EGM:	September 30, 2024
Record Date:	September 23, 2024
Total number of shareholders as on record date:	1021
No. of shareholders present in the meeting either in person or through proxy:	28
a) Promoters and Promoter Group:	4
b) Public:	24
No. of shareholders attended the meeting through video Conferencing:	Not applicable
a) Promoters and Promoter Group:	-
b) Public:	-
No. of resolution Passed in the meeting:	4
Disclosure of notes on voting results:	Not Applicable



Resolution Details (1)								
Resolution Required: Ordinary					Adoption of the Audited Financial Statements of the Company for the financial year ended as on March 31, 2024.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of voting	No. of share held	No. of votes polled	% 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	19,42,211	8,54,590	44.00	8,54,590	0.00	100.00	0.00
	Poll		10,87,621	56.00	10,87,621	0.00	100.00	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00
	Total		19,42,211	19,42,211	100.00	19,42,211	0.00	100.00
Public Institution	E-voting	-	-	0.00	-	-	0.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00
	Total		-	-	0.00	-	-	0.00
Public Non-Institution	E-voting	11,47,789	1,05,021	9.15	1,04,720	301	99.71	0.29
	Poll		2,060	0.18	2,060	0	100.00	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00
	Total		11,47,789	1,07,081	9.33	1,06,780	301	100.00
Total		30,90,000	20,49,292	66.32	20,48,991	301	100.00	0.00

Resolution Details (2)								
Resolution Required: Ordinary					To appoint a director in place of Ms. Vaishali Mulay (DIN: 06444900), 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 share held	No. of votes polled	% 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	19,42,211	8,54,590	44.00	8,54,590	0.00	100.00	0.00
	Poll		10,87,621	56.00	10,87,621	0.00	100.00	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00
	Total		19,42,211	19,42,211	100.00	19,42,211	0.00	100.00
	E-voting		-	0.00	-	-	0.00	0.00



Public Institution	Poll	-	-	0.00	-	-	0.00	0.00
	Postal Ballot (if applicable)	-	-	0.00	-	-	0.00	0.00
	Total	-	-	0.00	-	-	0.00	0.00
Public Non-Institution	E-voting	11,47,789	1,05,021	9.15	1,04,720	301	99.71	0.29
	Poll		2,060	0.18	2,060	0	100.00	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00
	Total		11,47,789	1,07,081	9.33	1,06,780	301	100.00
Total		30,90,000	20,49,292	66.32	20,48,991	301	100.00	0.00

Resolution Details (3)								
Resolution Required: Special					Appointment of Mr. Shivratn Agarwal (DIN 03496765) as an Independent Director of the Company			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of voting	No. of share held	No. of votes polled	% 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	19,42,211	8,54,590	44.00	8,54,590	0.00	100.00	0.00
	Poll		10,87,621	56.00	10,87,621	0.00	100.00	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00
	Total		19,42,211	19,42,211	100.00	19,42,211	0.00	100.00
Public Institution	E-voting	-	-	0.00	-	-	0.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00
	Total		-	-	0.00	-	-	0.00
Public Non-Institution	E-voting	11,47,789	1,05,021	9.15	1,04,720	301	99.71	0.29
	Poll		2,060	0.18	2,060	0	100.00	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00
	Total		11,47,789	1,07,081	9.33	1,06,780	301	100.00
Total		30,90,000	20,49,292	66.32	20,48,991	301	100.00	0.00



Resolution Details (4)								
Resolution Required: Special					Appointment of Mr. Sitaram Dhulipala (DIN: 03408989) as Managing Director of the Company.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of voting	No. of share held	No. of votes polled	% 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	19,42,211	8,54,590	44.00	8,54,590	0.00	100.00	0.00
	Poll		10,87,621	56.00	10,87,621	0.00	100.00	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00
	Total		19,42,211	19,42,211	100.00	19,42,211	0.00	100.00
Public Institution	E-voting	-	-	0.00	-	-	0.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00
	Total		-	-	0.00	-	-	0.00
Public Non-Institution	E-voting	11,47,789	1,05,021	9.15	1,04,720	301	99.71	0.29
	Poll		2,060	0.18	2,060	0	100.00	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00
	Total		11,47,789	1,07,081	9.33	1,06,780	301	100.00
Total		30,90,000	20,49,292	66.32	20,48,991	301	100.00	0.00





FORM NO. MGT-13

Report of Scrutinizer

**[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the
Companies (Management and Administration) Rules, 2014]**

**To,
The Chairman,**

78th Annual General Meeting of the Equity Shareholders of **Modern Engineering and Projects Limited**, held on Monday, 30th September, 2024 at 12:30 P.M. (IST) at Registered office of the Company at 103/4, Plot-215, Free Press House, Journal Marg, Fl-10 Free Press, Nariman Point, Mumbai - 400021.

Dear Sir,

Sub : Scrutinizer's Report on voting through electronic means in terms of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 for 78th Annual General Meeting of the Company held at Registered office of the Company.

1. I, **Nidhi Bajaj (Proprietor of Nidhi Bajaj & Associates)**, Practicing Company Secretary appointed as Scrutinizer by the Board of Directors for the purpose of Scrutinizing the remote e-voting process as well as to scrutinize the voting through physical ballot conducted at the AGM in a fair and transparent manner on the resolutions contained in the notice dated 15th July, 2024 issued for calling the 78th Annual General Meeting of the Equity Shareholders **Modern Engineering and Projects Limited**, held on Monday, 30th September, 2024 at 12:30 P.M. (IST) at Registered office of the Company at 103/4, Plot-215, Free Press House, Journal Marg, Fl-10 Free Press, Nariman Point, Mumbai - 400021, pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities And Exchange Board Of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.
2. As confirmed by the Company, the notice of 78th AGM, was sent through electronic mode to those members whose email addresses were registered with the Company/the Registrar and Share Transfer Agent of the Company/Depository Participant(s).





A/401, Kailash Mansarovar, Amritvani Lane, Near Maxus Mall, Bhayander (West), Thane - 401 101

3. The members of the Company as on cut-off date i.e. September, 23, 2024 were entitled to vote on the resolutions (as set out in the notice of 78th AGM of the Company).

1. As the Scrutinizer, I have to scrutinize:

- i. The 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. The process of physical voting through poll at the AGM.

I submit my report as under:

1. The management of the Company is responsible to ensure compliance with the requirement of (i) the Act and the Rule made thereunder, (ii) the MCA circulars; and (iii) the SEBI (Listing Obligations & 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.
2. My responsibility as Scrutinizer for e-voting process (i.e. Remote e-voting and e-voting) 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 CDSL; the agency authorised under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and /or CDSL for my verification.
3. The Company had appointed M/s Central Depository Services (India) Limited (CDSL) as the service provider, for extending the facility for the remote e-voting to the Shareholders of the Company from 9.00 a.m. on Thursday, September 26, 2024 and ends on Sunday 5.00 p.m. on September 29, 2024.
4. The voting rights were reckoned as on September, 23, 2024, being cut-off date for the purpose of deciding the entitlements of Members at the remote e-voting and voting at the Meeting.
5. The Company facilitated the Members present in the Meeting who could not participate in the remote e-voting to cast their votes at the Meeting. The votes cast were unblocked on Monday, 30th September, 2024 after the conclusion of the AGM and downloaded from the e-voting website of CDSL.





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6. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted in "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of CDSL. Based on the report generated by the CDSL and relied upon by me, data regarding the remote e-voting was scrutinized on the test check basis.
7. After the time fixed for closing of the poll by the Chairman, ballot boxes kept for polling were locked in our presence with due identification marks placed by us.
8. The locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
9. I submit herewith the Scrutinizer's Report on the results of the remote e-voting and physical voting at the AGM, based on the reports generated by the CDSL, scrutinized on test check basis and relied upon are as under:



ORDINARY BUSINESS:

RESOLUTION NO. 1: (AS AN ORDINARY RESOLUTION)

To consider and adopt the Audited Financial Statements of the Company for the financial year ended as on March 31, 2024 together with the reports of the Board of Directors and Auditors thereon.

(I) Voted in favour of the resolution:

	Number of members voted through electronic voting system	Number of votes casted (Shares)	% total number of valid votes cast i.e. 2049292
Remote E-voting	29	959310	46.82
Voting at AGM	22	1089681	53.17
Total	51	2048991	99.99

(II) Voted against the resolution:

	Number of members voted through electronic voting system	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	2	301	0.01
Voting at AGM	0	0	0
Total	2	301	0.01

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Voting at AGM	0	0
Total	0	0





A/401, Kailash Mansarovar, Amritvani Lane, Near Maxus Mall, Bhayander (West), Thane - 401 101

RESOLUTION NO. 2: (AS AN ORDINARY RESOLUTION)

To appoint a director in place of Mrs. Vaishali Mulay (DIN: 06444900), who retires by rotation and being eligible, offers himself for re-appointment:

Voted in favour of the resolution:

	Number of members voted through electronic voting system	Number of votes casted (Shares)	% total number of valid votes cast i.e. 2049292
Remote E-voting	29	959310	46.82
Voting at AGM	22	1089681	53.17
Total	51	2048991	99.99

(I) Voted against the resolution:

	Number of members voted through electronic voting system	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	2	301	0.01
Voting at AGM	0	0	0
Total	2	301	0.01

(II) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Voting at AGM	0	0
Total	0	0





SPECIAL BUSINESS:

RESOLUTION NO. 3: (AS A SPECIAL RESOLUTION)

Appointment of Mr. Shivratn Agarwal (DIN: 03496765) as an Independent Director of the Company:

Voted in favour of the resolution:

	Number of members voted through electronic voting system	Number of votes casted (Shares)	% total number of valid votes cast i.e. 2049292
Remote E-voting	29	959310	46.82
Voting at AGM	22	1089681	53.17
Total	51	2048991	99.99

(I) Voted against the resolution:

	Number of members voted through electronic voting system	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	2	301	0.01
Voting at AGM	0	0	0
Total	2	301	0.01

(II) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Voting at AGM	0	0
Total	0	0



RESOLUTION NO. 4: (AS A SPECIAL RESOLUTION)

Appointment of Mr. Sitaram Dhulipala (DIN: 03408989) as a Managing Director of the Company:

Voted in favour of the resolution:

	Number of members voted through electronic voting system	Number of votes casted (Shares)	% total number of valid votes cast i.e. 2049292
Remote E-voting	29	959310	46.82
Voting at AGM	22	1089681	53.17
Total	51	2048991	99.99

(I) Voted against the resolution:

	Number of members voted through electronic voting system	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	2	301	0.01
Voting at AGM	0	0	0
Total	2	301	0.01

(II) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Voting at AGM	0	0
Total	0	0





A/401, Kailash Mansarovar, Amritvani Lane, Near Maxus Mall, Bhayander (West), Thane - 401 101

10. The consolidated result of the votes cast (by Remote E-Voting and voting at AGM) is provided as **Annexure 1** to this report.

**For Nidhi Bajaj & Associates
Practicing Company Secretaries**

Nidhi Bajaj



Practicing Company Secretary

Membership No. 28907

COP No. 14596

Date: 01/10/2024

Peer Reviewed Firm- 2582/2022

Place: Thane

UDIN: A028907F001401047

Countersigned and received the report

**For Modern Engineering and Projects
Limited**

SITARAM
DHULIPALA

Digitally signed by
SITARAM DHULIPALA
Date: 2024.10.01
16:22:27 +05'30'

Sitaram Dhulipala

Chairman of the Meeting

DIN: 03408989

Date: 01/10/2024

Place: Mumbai

Note: Members who exercised their voting through remote e-voting were not considered in voting at AGM.



Annexure - 1

Consolidated result of voting (by Remote e-voting and voting at AGM) for resolution numbers 1 to 4 of the notice of the Annual General Meeting of "Modern Engineering and Projects Limited" held on Monday, 30th day of September, 2024 at 12.30 P.M (IST).

Res oln No.	Total Valid Votes Cast			Voted in favour of resolution				Voted against the resolution			
	Remote E-voting	Voting at AGM	Total	Remote E-voting	Voting at AGM	Total	%	Remote E-voting	Voting at AGM	Total	%
1	959611	1089681	2049292	959310	1089681	2048991	99.99	301	0	301	0.01
2	959611	1089681	2049292	959310	1089681	2048991	99.99	301	0	301	0.01
3	959611	1089681	2049292	959310	1089681	2048991	99.99	301	0	301	0.01
4	959611	1089681	2049292	959310	1089681	2048991	99.99	301	0	301	0.01

**For Nidhi Bajaj & Associates
Practicing Company Secretaries**

Nidhi Bajaj



Practicing Company Secretary

Membership No. 28907

COP No. 14596

Date: 01/10/2024

Peer Reviewed Firm- 2582/2022

Place: Thane

UDIN: A028907F001401047

Countersigned and received the report

For Modern Engineering and Projects Limited

SITARAM
DHULIPALA
Digitally signed by
SITARAM
DHULIPALA
Date: 2024.10.01
16:22:46 +05'30'

Sitaram Dhulipala

Chairman of the Meeting

DIN : 03408989

Date: 01/10/2024

Place: Mumbai