



# TECHNO ELECTRIC & ENGINEERING COMPANY LIMITED

Corporate Office :

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CIN : L40108UP2005PLC094368

ENGINEERS &  
CONSTRUCTORS



September 27, 2024

<b>National Stock Exchange of India Ltd.</b> 5 <sup>th</sup> floor, Exchange Plaza Bandra – Kurla Complex Bandra (East) <u>Mumbai - 400 051</u> <b>NSE CODE : TECHNOE</b>	<b>BSE Limited</b> Department of Corporate Services Phiroze Jeejeebhoy Towers Dalal Street, <u>Mumbai – 400 001</u> <b>BSE CODE - 542141</b>
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Dear Sirs,

**Sub: Regulation 30 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") - Proceedings and details of voting results of the 19<sup>th</sup> Annual General Meeting**

Pursuant to Regulation 30 of the Listing Regulations, we are submitting herewith the details of the proceedings of the 19<sup>th</sup> Annual General Meeting of the Company held on Thursday, the 26<sup>th</sup> September, 2024 at 3.30 p.m. through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and Concluded at 4:15 P.M.

Further this is to inform you that all the items of business contained in the Notice were approved by the Members by requisite majority. The details of the **voting results along with Scrutinizer's Report** as per the requirements of the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 are enclosed in the prescribed format.

The voting results along with Scrutinizer's Report are also being uploaded on the Company's website [www.techno.co.in](http://www.techno.co.in) and on the website of National Securities Depository Limited [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

Thanking you,

Yours faithfully,

For Techno Electric & Engineering Company Limited

(Niranjan Brahma)

Company Secretary (A-11652)

Encl: As Above





**Summary of the Proceedings of the 19<sup>th</sup> Annual General Meeting of Techno Electric & Engineering Company Limited held on Thursday, the 26th day of September, 2024**

The 19th Annual General Meeting of the Members of the Company was held on Thursday, the 26th day of September, 2024 at 3.30 p.m., through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") in accordance with the MCA Circulars and the SEBI Circulars.

Mr. Niranjan Brahma, Company Secretary welcomed the Members to the AGM and briefed them on certain points relating to the participation at the AGM through VC.

**Mr. Padam Prakash Gupta**, Chairman and Managing Director, chaired the proceedings of the Meeting in terms of the Articles of Association of the Company. The requisite quorum being present, the Chairman called the meeting to order. The Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice were available for inspection. Since there was no physical attendance of Members and in compliance with the Circulars issued by the MCA and SEBI, the requirement of appointing proxies was not applicable, except for the authorized representatives of corporate shareholders.

**36** Members had attended the meeting.

The Chairman gave an overview of the financial performance of the Company for the financial year ended March 31, 2024 and its future outlook.

The Chairman informed the Members that pursuant to the provisions of the Companies Act, 2013, Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company had extended the remote e-voting facility to the Members of the Company in respect of resolutions to be passed at the Meeting through the e-voting platform of National Securities Depository Limited (NSDL).

He further informed that the Board of Directors had appointed Mr. Amarendra Kumar Rai, Proprietor, M/s. Amarendra Rai & Associates, Practicing Company Secretary, (Membership No. F8575, C.P.No.9373) as the Scrutinizer to conduct the remote e-voting and voting during the meeting process in a fair and transparent manner and submit a consolidated report.

Thereafter, all the **9** resolutions contained in the Notice of AGM were passed.

The Chairman announced that the e-voting results along with the consolidated Scrutinizer's report shall be placed on the website of the Company and the website of NSDL and also be submitted to the Stock Exchanges in the prescribed format.

**The Annual General Meeting commenced at 3.30 P.M. and concluded at 4.15 P.M.**

The following resolutions were placed and passed by the Members with requisite majority:




**ORDINARY BUSINESS:**

1. Adoption of financial statements (including consolidated financial statements) together with Directors report including annexure thereto and Auditors report for the year ended March 31, 2024. **(Ordinary Resolution)**.
2. Declaration of Final Dividend of Rs.7/- per equity share of nominal value of Rs.2/- each for the financial year ended March 31, 2024. **(Ordinary Resolution)**.
3. Approval for re-appointment of Ms. Avantika Gupta (holding DIN: 03149138) retiring by rotation, as Director under the provisions of the Companies Act, 2013. **(Ordinary Resolution)**.

**SPECIAL BUSINESS:**

4. Approval for appointment of Mr. Shailesh Kumar Mishra (DIN: 08068256) as Non-Executive Director of the Company. **(Ordinary Resolution)**.
5. Approval for appointment of Mr. James Raymond Trout (DIN:10566465) as Non-Executive Director of the Company. **(Ordinary Resolution)**.
6. Approval for appointment of Mr. Arun Duggal (DIN: 00024262) as Independent Director of the Company. **(Special Resolution)**.
7. Approval of remuneration of Cost Auditor u/s. 148(3) of the Companies Act, 2013. **(Ordinary Resolution)**
8. Approval for Shifting of Registered Office from the State of Uttar Pradesh to the State of Haryana. **(Special Resolution)**
9. Approval for payment of remuneration by way of commission to Non-Executive Directors, including Independent Directors of the Company for the financial year 2024-25. **(Special Resolution)**

For Techno Electric & Engineering Company Limited



  
Niranjana Brahma  
Company Secretary  
M.No. A11652

**19<sup>th</sup> Annual General Meeting (AGM) of Techno Electric & Engineering Company Limited**

held through VC/OAVM on Thursday the 26th day of September, 2024 at 03.30 p.m.

**Details of Voting Results**

Date of AGM	<b>26th September, 2024</b>
Record date/Cut-off date of voting	<b>19th September, 2024</b>
Total number of shareholders on record date:	<b>97697</b>
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	-
Public:	-
No. of Shareholders attended the meeting through Video Conferencing :	
Promoters and Promoter Group:	11
Public:	25
No. of resolution passed in the meeting	09 (Nine)

**Agendawise details**

**Resolution No.01. Aadoption of the Audited Financial Statements of the Company, both Standalone and Consolidated, for the financial year ended 31st March, 2024 together with the Reports of the Board of Directors and Auditors thereon.**

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	Invalid votes
		(1)	(2)	(3)={2}/(1)*100	(4)	(5)	(6)={4}/(2)*100	(7)={5}/(2)*100	
Promoter and Promoter Group	Remote e-Voting	66201276	66201276	100.000	66201276	0	100.000	0.000	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>66201276</b>	<b>100.000</b>	<b>66201276</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>	<b>0.000</b>
Public-Institution	Remote e-Voting	39264345	33431154	85.144	33431154	0	100.000	0.000	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>33431154</b>	<b>85.144</b>	<b>33431154</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>	<b>0.000</b>
Public-Non Institution	Remote e-Voting	10833953	874271	8.070	874162	109	99.988	0.012	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>874271</b>	<b>8.070</b>	<b>874162</b>	<b>109</b>	<b>99.988</b>	<b>0.012</b>	<b>0.000</b>
<b>Total</b>		<b>116299574</b>	<b>100506701</b>	<b>86.421</b>	<b>100506592</b>	<b>109</b>	<b>100.000</b>	<b>0.000</b>	<b>0.000</b>

Votes under the head "Poll" indicates votes cast during the AGM through e-voting.

**Resolution No.02 Declaration of the Final Dividend of Rs.7/- per equity share of nominal value of Rs.2/- each for the financial year ended March 31, 2024.**

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	Invalid votes
		(1)	(2)	(3)={2}/(1)*100	(4)	(5)	(6)={4}/(2)*100	(7)={5}/(2)*100	
Promoter and Promoter Group	Remote e-Voting	66201276	66201276	100.000	66201276	0	100.000	0.000	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>66201276</b>	<b>100.000</b>	<b>66201276</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>	<b>0.000</b>
Public-Institution	Remote e-Voting	39264345	33526250	85.386	33526250	0	100.000	0.000	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>33526250</b>	<b>85.386</b>	<b>33526250</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>	<b>0.000</b>
Public-Non Institution	Remote e-Voting	10833953	874271	8.070	874140	131	99.985	0.015	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>874271</b>	<b>8.070</b>	<b>874140</b>	<b>131</b>	<b>99.985</b>	<b>0.015</b>	<b>0.000</b>
<b>Total</b>		<b>116299574</b>	<b>100601797</b>	<b>86.502</b>	<b>100601666</b>	<b>131</b>	<b>100.000</b>	<b>0.000</b>	<b>0.000</b>

Votes under the head "Poll" indicates votes cast during the AGM through e-voting.



Resolution No.03 Appointment of a Director in place of Ms. Avantika Gupta (holding DIN: 03149138), who is a Non-Executive Director and retires by rotation in terms of section 152 of the Companies Act, 2013 and, being eligible, offers herself, for re-appointment.

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	Invalid votes
		(1)	(2)	(3)={2}/(1)*100	(4)	(5)	(6)={4}/(2)*100	(7)={5}/(2)*100	
Promoter and Promoter Group	Remote e-Voting	66201276	66201276	100.000	66201276	0	100.000	0.000	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>66201276</b>	<b>100.000</b>	<b>66201276</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>	<b>0.000</b>
Public-Institution	Remote e-Voting	39264345	33526250	85.386	18096621	15429629	53.977	46.023	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>33526250</b>	<b>85.386</b>	<b>18096621</b>	<b>15429629</b>	<b>53.977</b>	<b>46.023</b>	<b>0.000</b>
Public-Non Institution	Remote e-Voting	10833953	874171	8.069	873932	239	99.973	0.027	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>874171</b>	<b>8.069</b>	<b>873932</b>	<b>239</b>	<b>99.973</b>	<b>0.027</b>	<b>0.000</b>
<b>Total</b>		<b>116299574</b>	<b>100601697</b>	<b>86.502</b>	<b>85171829</b>	<b>15429868</b>	<b>84.662</b>	<b>15.338</b>	<b>0.000</b>

Votes under the head "Poll" indicates votes cast during the AGM through e-voting.

Resolution No.04. 4. Appointment of Mr. Shailesh Kumar Mishra (DIN: 08068256) as Non-Executive Director (Ordinary Resolution)

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	Invalid votes
		(1)	(2)	(3)={2}/(1)*100	(4)	(5)	(6)={4}/(2)*100	(7)={5}/(2)*100	
Promoter and Promoter Group	Remote e-Voting	66201276	66201276	100.000	66201276	0	100.000	0.000	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>66201276</b>	<b>100.000</b>	<b>66201276</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>	<b>0.000</b>
Public-Institution	Remote e-Voting	39264345	33526250	85.386	24251262	9274988	72.335	27.665	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>33526250</b>	<b>85.386</b>	<b>24251262</b>	<b>9274988</b>	<b>72.335</b>	<b>0.000</b>	<b>0.000</b>
Public-Non Institution	Remote e-Voting	10833953	874171	8.069	873730	441	99.950	0.050	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>874171</b>	<b>8.069</b>	<b>873730</b>	<b>441</b>	<b>99.950</b>	<b>0.050</b>	<b>0.000</b>
<b>Total</b>		<b>116299574</b>	<b>100601697</b>	<b>86.502</b>	<b>91326268</b>	<b>9275429</b>	<b>90.780</b>	<b>9.220</b>	<b>0.000</b>

Votes under the head "Poll" indicates votes cast during the AGM through e-voting.

Resolution No.05. Appointment of Mr. James Raymond Trout (DIN:10566465) as Non-Executive Director (Ordinary Resolution)

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	Invalid votes
		(1)	(2)	(3)={2}/(1)*100	(4)	(5)	(6)={4}/(2)*100	(7)={5}/(2)*100	
Promoter and Promoter Group	Remote e-Voting	66201276	66201276	100.000	66201276	0	100.000	0.000	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>66201276</b>	<b>100.000</b>	<b>66201276</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>	<b>0.000</b>
Public-Institution	Remote e-Voting	39264345	33526250	85.386	24251262	9274988	72.335	27.665	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>33526250</b>	<b>85.386</b>	<b>24251262</b>	<b>9274988</b>	<b>72.335</b>	<b>0.000</b>	<b>0.000</b>
Public-Non Institution	Remote e-Voting	10833953	874171	8.069	873669	502	99.943	0.057	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>874171</b>	<b>8.069</b>	<b>873669</b>	<b>502</b>	<b>99.943</b>	<b>0.057</b>	<b>0.000</b>
<b>Total</b>		<b>116299574</b>	<b>100601697</b>	<b>86.502</b>	<b>91326207</b>	<b>9275490</b>	<b>90.780</b>	<b>9.220</b>	<b>0.000</b>

Votes under the head "Poll" indicates votes cast during the AGM through e-voting.



Resolution No.06. Appointment of Mr. Arun Duggal (DIN: 00024262) as Independent Director. (Special Resolution)

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	Invalid votes
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	(7)=(5)/(2)*100
Promoter and Promoter Group	Remote e-Voting	66201276	66201276	100.000	66201276	0	100.000	0.000	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>66201276</b>	<b>100.000</b>	<b>66201276</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>	<b>0.000</b>
Public-Institution	Remote e-Voting	39264345	33526250	85.386	32833337	692913	97.933	2.067	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>33526250</b>	<b>85.386</b>	<b>32833337</b>	<b>692913</b>	<b>97.933</b>	<b>0.000</b>	<b>0.000</b>
Public-Non Institution	Remote e-Voting	10833953	874171	8.069	873730	441	99.950	0.050	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>874171</b>	<b>8.069</b>	<b>873730</b>	<b>441</b>	<b>99.950</b>	<b>0.050</b>	<b>0.000</b>
<b>Total</b>		<b>116299574</b>	<b>100601697</b>	<b>86.502</b>	<b>99908343</b>	<b>693354</b>	<b>99.311</b>	<b>0.689</b>	<b>0.000</b>

Votes under the head "Poll" indicates votes cast during the AGM through e-voting.

Resolution No.07. Approval of Remuneration of Cost Auditors. (Ordinary Resolution)

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	Invalid votes
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	(7)=(5)/(2)*100
Promoter and Promoter Group	Remote e-Voting	66201276	66201276	100.000	66201276	0	100.000	0.000	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>66201276</b>	<b>100.000</b>	<b>66201276</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>	<b>0.000</b>
Public-Institution	Remote e-Voting	39264345	33526250	85.386	33526250	0	100.000	0.000	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>33526250</b>	<b>85.386</b>	<b>33526250</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>	<b>0.000</b>
Public-Non Institution	Remote e-Voting	10833953	874171	8.069	874036	135	99.985	0.015	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>874171</b>	<b>8.069</b>	<b>874036</b>	<b>135</b>	<b>99.985</b>	<b>0.015</b>	<b>0.000</b>
<b>Total</b>		<b>116299574</b>	<b>100601697</b>	<b>86.502</b>	<b>100601562</b>	<b>135</b>	<b>100.000</b>	<b>0.000</b>	<b>0.000</b>

Votes under the head "Poll" indicates votes cast during the AGM through e-voting.

Resolution No.08. 8. Shifting of Registered Office from the State of Uttar Pradesh to the State of Haryana. (Special Resolution)

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	Invalid votes
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	(7)=(5)/(2)*100
Promoter and Promoter Group	Remote e-Voting	66201276	66201276	100.000	66201276	0	100.000	0.000	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>66201276</b>	<b>100.000</b>	<b>66201276</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>	<b>0.000</b>
Public-Institution	Remote e-Voting	39264345	33526250	85.386	33526250	0	100.000	0.000	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>33526250</b>	<b>85.386</b>	<b>33526250</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>	<b>0.000</b>
Public-Non Institution	Remote e-Voting	10833953	874171	8.069	873361	810	99.907	0.093	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>874171</b>	<b>8.069</b>	<b>873361</b>	<b>810</b>	<b>99.907</b>	<b>0.093</b>	<b>0.000</b>
<b>Total</b>		<b>116299574</b>	<b>100601697</b>	<b>86.502</b>	<b>100600887</b>	<b>810</b>	<b>99.999</b>	<b>0.001</b>	<b>0.000</b>

Votes under the head "Poll" indicates votes cast during the AGM through e-voting.



**Resolution No.09. 9. Approval of payment of remuneration by way of commission to Non-Executive Directors, including Independent Directors of the Company for the financial year 2024-25.**

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	Invalid votes (7)={5}/(2)*100
<b>Promoter and Promoter Group</b>	Remote e-Voting	66201276	66201276	100.000	66201276	0	100.000	0.000	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>66201276</b>	<b>100.000</b>	<b>66201276</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>	<b>0.000</b>
<b>Public-Institution</b>	Remote e-Voting	39264345	33526250	85.386	33463405	62845	99.813	0.187	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>33526250</b>	<b>85.386</b>	<b>33463405</b>	<b>62845</b>	<b>99.813</b>	<b>0.187</b>	<b>0.000</b>
<b>Public-Non Institution</b>	Remote e-Voting	10833953	874171	8.069	872758	1413	99.838	0.162	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	<b>Total</b>		<b>874171</b>	<b>8.069</b>	<b>872758</b>	<b>1413</b>	<b>99.838</b>	<b>0.162</b>	<b>0.000</b>
<b>Total</b>		<b>116299574</b>	<b>100601697</b>	<b>86.502</b>	<b>100537439</b>	<b>64258</b>	<b>99.936</b>	<b>0.064</b>	<b>0.000</b>

Votes under the head "Poll" indicates votes cast during the AGM through e-voting.

All the Resolutions for consideration at the AGM in respect of the items set out in the Notice have been passed by the Members by requisite majority through remote e-voting and voting at the AGM.





# Amarendra Rai & Associates

Company Secretaries

(Peer Review Certificate No. 986/2020)

Date: 26<sup>th</sup> September, 2024

To  
The Chairman  
Techno Electric & Engineering Company Limited  
CIN: L40108UP2005PLC094368  
C-218, Ground Floor (GR-2) Sector-63  
Noida Gautam Buddha Nagar UP 201307

Dear Sir,

I thank you for appointing me as the scrutinizer for remote e-voting process and voting by your members during the 19<sup>th</sup> Annual General Meeting of your Company held on Thursday, the 26<sup>th</sup> September, 2024 at 3.30 p.m. through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").

I am pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

Thanking You,  
Yours faithfully,

For Amarendra Rai & Associates  
Company Secretaries



Amarendra Kr. Rai  
M.N.F8575  
CP No.9373

Enc: Scrutinizer Report



## SCRUTINIZER'S REPORT

*(Pursuant to Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Pursuant to Section 108 of the Companies Act, 2013 rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.*

19<sup>th</sup> Annual General Meeting of shareholders of Techno Electric & Engineering Company Limited held on Thursday, the 26<sup>th</sup> September, 2024 at 3.30 p.m. through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM")

Dear Sir,

I, Amarendra Kumar Rai, a Company Secretary in Practice being proprietor of Amarendra Rai & Associates, Company Secretaries (FCS: 8575 and C.P. No.: 9373), Noida, appointed as Scrutinizer as per letter dated August 13, 2024 for the purpose of remote e-voting as well as e-voting by Members at the 19<sup>th</sup> Annual General Meeting (AGM) of Techno Electric & Engineering Company Limited (CIN: L40108UP2005PLC094368)(hereinafter referred to as the Company) held on **Thursday, the 26<sup>th</sup> September, 2024 at 3.30 p.m.** through VC/Other Audio Visual Means (OAVM) on agenda items contained in the Notice dated August 13, 2024, submit my report as under:-

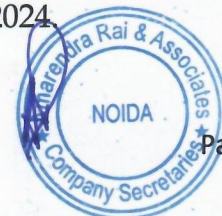
Notice regarding registering of email address:

Pursuant to General Circular No. 20/2020 dated May 5, 2020 read with General Circular No.02/2021 dated January 13, 2021, General Circular No.19/2021 dated December 8, 2021, General Circular No.21/2021 dated December 14, 2021, General Circular No. 02/2022 dated May 5, 2022, General Circular No. 10/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023(MCA and Circulars), Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Secretarial Standard - 2 on General Meetings as issued by the Institute of the Company Secretaries of India, on the business contained in the Notice of the 19<sup>th</sup> Annual General Meeting ("AGM") of the Company held on Thursday, the 26<sup>th</sup> September, 2024 at 3.30 p.m. through VC/OAVM.

Publication of Notice in the newspapers:

The Company has informed that, on the basis of the Register of Members and the lists of Beneficial owners made available by the Depositories viz., National Securities Depository Limited (NSDL), the Company completed dispatch of the Notice convening the AGM on September 02 2024, by email to 90571 Members who had registered their Email-IDs with Company/Depositories 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 the Business Standard (All edition) on September 03, 2024 and in Hindi in Pioneer (Delhi NCR edition) on September 03, 2024.



**Cut-off date:**

The Voting rights were reckoned as on September 19, 2024, being the Cut-off date for the purpose of deciding the entitlement of Members for remote e-voting and e-voting at the AGM.

**Remote E-voting:**

Company had made available remote e-voting facility to its members and the remote e-voting period commenced on **Sunday, September 22, 2024 (9:00 A.M. IST)** and ended on **Wednesday, September 25, 2024 (5:00 P.M. IST)**, and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform provided by NSDL.

**Voting at the AGM:**

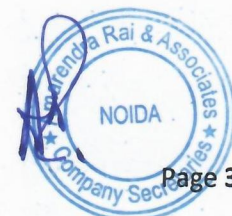
Pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again at the AGM, after closure of period of remote e-voting, I referred the list providing details relating to Members who have cast their votes through remote e-voting, such as their names, folios, number of shares held by them.

On the day of the 19<sup>th</sup> AGM, Company conducted voting through e-voting for those Members, who could not participate in the remote e-Voting to record their votes.

**Process of scrutiny and counting of votes:**

After voting at the AGM concluded, I unblocked the results of the remote e-voting and e-voting by Members at the AGM in Presence of Mr. Varun Kumar and Ms. Sweta, who are not in employment of the Company as prescribed under sub-rule 4(xii) of Rule 20 of the Rules on the e-voting platform of National Securities Depository Limited (NSDL) and downloaded the results.

The Management of the Company is responsible to ensure the compliances of the requirements of the Act and Rules relating to remote e-voting and e-voting during the Annual General Meeting on the proposed resolutions contained in the Notice. My responsibility as a Scrutinizer for the process of voting through remote e-voting and e-voting during the AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency authorized under the Rules and engaged by the Company to provide facilities of remote e-voting and e-voting during the AGM.



## Consolidated Voting Results:

It is observed that 375 Members casted their votes through remote e-voting and none of the members have casted their votes through e-voting at the AGM. Consolidated Voting Results with respect to each item on the agenda as set out in the Notice of the 19<sup>th</sup> AGM dated August 13, 2024, are as follows.

Note: Percentage of votes cast "in favor" or "against" on the resolutions is calculated based on the valid votes cast through remote e-voting and electronic voting at the AGM.

### ORDINARY BUSINESS:

#### ITEM NO. 1 - ORDINARY RESOLUTION

Approval and adoption of Audited Financial Statements of the Company, both Standalone and Consolidated, for the financial year ended 31<sup>st</sup> March, 2024 together with the Reports of the Board of Directors and Auditors thereon.

	Remote E-Voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast
Voted in favor of resolution	366	100506592	0	0	366	100506592	99.999
Voted against the resolution	4	109	0	0	4	109	0.001
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

#### ITEM NO. 2 - ORDINARY RESOLUTION

To declare final dividend on equity shares for the financial year ended March 31, 2024 as recommended by the Board of Directors.

	Remote E-Voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast

<b>Voted in favor of resolution</b>	365	100601666	0	0	365	100601666	99.999
<b>Voted against the resolution</b>	6	131	0	0	6	131	0.001
<b>Invalid Votes</b>	NIL	NIL	NIL	NIL	NIL	NIL	NIL

### ITEM NO. 3 - ORDINARY RESOLUTION

Re-appointment of Ms. Avantika Gupta (holding DIN: 03149138), who is a Non-Executive Director and retires by rotation in terms of section 152 of the Companies Act, 2013

	Remote E-Voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast
<b>Voted in favor of resolution</b>	274	85171829	0	0	274	85171829	84.662
<b>Voted against the resolution</b>	97	15429868	0	0	97	15429868	15.338
<b>Invalid Votes</b>	NIL	NIL	NIL	NIL	NIL	NIL	NIL

### **SPECIAL BUSINESS:**

### ITEM NO. 4 - ORDINARY RESOLUTION

Appointment of Mr. Shailesh Kumar Mishra (DIN: 08068256) as Non-Executive Director.

	Remote E-Voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast
<b>Voted in favor of resolution</b>	286	91326268	0	0	286	91326268	90.780
<b>Voted</b>	88	9275429	0	0	88	9275429	9.220



against the resolution							
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

#### ITEM NO. 5 - ORDINARY RESOLUTION

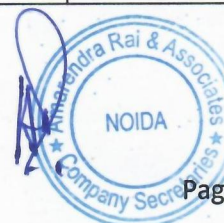
Appointment of Mr. James Raymond Trout (DIN:10566465) as Non-Executive Director.

	Remote E-Voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast
Voted in favor of resolution	284	91326207	0	0	284	91326207	90.779
Voted against the resolution	90	9275490	0	0	90	9275490	9.221
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

#### ITEM NO. 6 - SPECIAL RESOLUTION

Appointment of Mr. Arun Duggal (DIN: 00024262) as Independent Director.

	Remote E-Voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast
Voted in favor of resolution	345	99908343	0	0	345	99908343	99.310
Voted against the resolution	30	693354	0	0	30	693354	0.690
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL



## ITEM NO. 7 - ORDINARY RESOLUTION

Approval of Remuneration to Cost Auditors.

	Remote E-Voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast
<b>Voted in favor of resolution</b>	364	100601562	0	0	364	100601562	99.999
<b>Voted against the resolution</b>	6	135	0	0	6	135	0.001
<b>Invalid Votes</b>	NIL	NIL	NIL	NIL	NIL	NIL	NIL

## ITEM NO. 8 - SPECIAL RESOLUTION

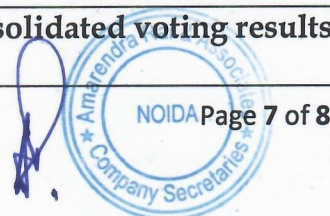
Shifting of Registered Office from the State of Uttar Pradesh to the State of Haryana.

	Remote E-Voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast
<b>Voted in favor of resolution</b>	359	100600887	0	0	359	100600887	99.999
<b>Voted against the resolution</b>	11	810	0	0	11	810	0.001
<b>Invalid Votes</b>	NIL	NIL	NIL	NIL	NIL	NIL	NIL

## ITEM NO. 9 - SPECIAL RESOLUTION

Approval of payment of remuneration by way of commission to Non-Executive Directors, including Independent Directors of the Company for the financial year 2024-25.

	Remote E-Voting	E-voting during the AGM	Consolidated voting results
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	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast
<b>Voted in favor of resolution</b>	357	100537439	0	0	357	100537439	99.936
<b>Voted against the resolution</b>	13	64258	0	0	13	64258	0.064
<b>Invalid Votes</b>	NIL	NIL	NIL	NIL	NIL	NIL	NIL

Based on the aforesaid results, Ordinary/Special Resolutions from Item No.1 to Item No. 9 of the Notice dated August13, 2024 have passed with requisite majority.

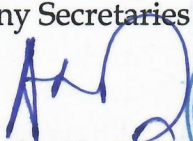
All other relevant records relating to remote e-voting and electronic voting at the AGM is under my safe custody and will be handed over to the Company Secretary of the Company for safe keeping.

Thanking You,

Yours faithfully,

For Amarendra Rai & Associates

Company Secretaries



Amarendra Kr. Rai

M.N.F8575

CP No.9373

UDIN: F008575F001331358

