

सं.सचिव/No. Secy/906/9/10

15.09.2023

The BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai – 400 023 Scrip Code-532178	The National Stock Exchange of India Limited Exchange Plaza, 5th Floor Bandra Kurla Complex Bandra (East), Mumbai-400051 Symbol-ENGINEERSIN
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विषय: 58वीं वार्षिक आम बैठक के मतदान परिणाम
Sub: Voting results of 58th Annual General Meeting

प्रिय महोदय/महोदया
Dear Sir/Madam,

This is to inform that 58th Annual General Meeting of the Company was held on Friday, 15th September, 2023 and the business mentioned in the Notice dated 11th August, 2023 were transacted and passed with requisite majority.

In this regard, please find enclosed the following:

1. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure-I.
2. Report of Scrutinizer dated 15th September, 2023, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended as Annexure-II.

The voting results are also available on the website of the Company i.e. www.engineersindia.com and website of the NSDL i.e. <https://evoting.nsdl.com/>.

उपरोक्त कृपया आपकी जानकारी एवं रिकॉर्ड के लिए है।
The above is for your information and records please.

धन्यवाद/Thanking you,

भवदीय/Very truly yours,

कर्त इंजीनियर्स इंडिया लिमिटेड
For Engineers India Limited

नरेंद्र कुमार/Narendra Kumar
अनुपालन अधिकारी/Compliance officer

संलग्नक: यथोक्त/Encl: As above

ENGINEERS INDIA LIMITED - e-Voting AGM REPORT date 15-09-2023

Total number of shareholders on record date:	279679	No of Shares:	562042373
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No. of Shareholders present in the meeting either in person or through proxy:			
Promoters and Promoter Group :		1 No. of Shares:	288458584
Public :		211 No. of Shares:	527224

Detail of the Agenda:

Promoter/Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=	No. of Votes - in favour	No. of Votes against	% of Votes in favour on votes polled (6)=	% of Votes against on votes polled (7)=
		(1)	(2)	[(2)/(1)]*100	(4)	(5)	[(4)/(2)]*100	[(5)/(2)]*100

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on 31.03.2023, together with the Directors' Report and the Auditors' Report thereon and Comments of the Comptroller and Auditor General of India.

ORDINARY RESOLUTION

Promoter and Promoter Group	E-Voting		288458584	100.000	288458584	0	100.000	0.000
	Poll	288458584	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	288458584	288458584	100.000	288458584	0	100.000	0.000
Public – Institutional holders	E-Voting		120726887	84.522	120726887	0	100.000	0.000
	Poll	142834739	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	142834739	120726887	84.522	120726887	0	100.000	0.000
Public-Others	E-Voting		1113739	0.852	1112571	1168	99.895	0.105
	Poll	130749050	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	130749050	1113739	0.852	1112571	1168	99.895	0.105
GRAND TOTAL		562042373	410299210	73.001	410298042	1168	100.000	0.000

2. To declare final dividend for the financial year ended 31.03.2023.

ORDINARY RESOLUTION

Promoter and Promoter Group	E-Voting		288458584	100.000	288458584	0	100.000	0.000
	Poll	288458584	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	288458584	288458584	100.000	288458584	0	100.000	0.000
Public – Institutional holders	E-Voting		122697938	85.902	122697938	0	100.000	0.000
	Poll	142834739	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	142834739	122697938	85.902	122697938	0	100.000	0.000
Public-Others	E-Voting		1112296	0.851	1111283	1013	99.909	0.091
	Poll	130749050	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	130749050	1112296	0.851	1111283	1013	99.909	0.091
GRAND TOTAL		562042373	412268818	73.352	412267805	1013	100.000	0.000

3. To appoint a Director in place of Shri Sanjay Jindal (DIN: 09223617), who retires by rotation and being eligible, offers himself for re-appointment.

Ordinary Resolution								
Promoter and Promoter Group	E-Voting		288458584	100.000	288458584	0	100.000	0.000
	Poll	288458584	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	288458584	288458584	100.000	288458584	0	100.000	0.000
Public – Institutional holders	E-Voting		122697938	85.902	89636894	33061044	73.055	26.945
	Poll	142834739	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	142834739	122697938	85.902	89636894	33061044	73.055	26.945
Public-Others	E-Voting		1108010	0.847	1097474	10536	99.049	0.951
	Poll	130749050	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	130749050	1108010	0.847	1097474	10536	99.049	0.951
GRAND TOTAL		562042373	412264532	73.351	379192952	33071580	91.978	8.022

4. To appoint a Director in place of Shri Atul Gupta (DIN: 09704622), who retires by rotation and being eligible, offers himself for re-appointment.

ORDINARY RESOLUTION								
Promoter and Promoter Group	E-Voting		288458584	100.000	288458584	0	100.000	0.000
	Poll	288458584	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	288458584	288458584	100.000	288458584	0	100.000	0.000
Public – Institutional holders	E-Voting		122697938	85.902	89636894	33061044	73.055	26.945
	Poll	142834739	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	142834739	122697938	85.902	89636894	33061044	73.055	26.945
Public-Others	E-Voting		1107975	0.847	1096963	11012	99.006	0.994
	Poll	130749050	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	130749050	1107975	0.847	1096963	11012	99.006	0.994
GRAND TOTAL		562042373	412264497	73.351	379192441	33072056	91.978	8.022

5. To authorize Board of Directors of the Company to fix remuneration of Auditors for the Financial Year 2023-24.

ORDINARY RESOLUTION								
Promoter and Promoter Group	E-Voting		288458584	100.000	288458584	0	100.000	0.000
	Poll	288458584	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	288458584	288458584	100.000	288458584	0	100.000	0.000
Public – Institutional holders	E-Voting		122697938	85.902	119914257	2783681	97.731	2.269
	Poll	142834739	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	142834739	122697938	85.902	119914257	2783681	97.731	2.269
Public-Others	E-Voting		1109001	0.848	1104515	4486	99.595	0.405
	Poll	130749050	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	130749050	1109001	0.848	1104515	4486	99.595	0.405
GRAND TOTAL		562042373	412265523	73.351	409477356	2788167	99.324	0.676

6. To appoint Shri Rajeev Gupta (DIN: 09839662) as Director (Projects) of the Company								
SPECIAL RESOLUTION								
Promoter and Promoter Group	E-Voting	288458584	288458584	100.000	288458584	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		288458584	288458584	100.000	288458584	0	100.000
Public – Institutional holders	E-Voting	142834739	122697938	85.902	85927135	36770803	70.031	29.969
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		142834739	122697938	85.902	85927135	36770803	70.031
Public-Others	E-Voting	130749050	1108910	0.848	1101783	7127	99.357	0.643
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		130749050	1108910	0.848	1101783	7127	99.357
GRAND TOTAL		562042373	412265432	73.351	375487502	36777930	91.079	8.921
7. To appoint Shri Rohit Mathur (DIN: 08216731) as Director (Government Nominee) of the Company								
SPECIAL RESOLUTION								
Promoter and Promoter Group	E-Voting	288458584	288458584	100.000	288458584	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		288458584	288458584	100.000	288458584	0	100.000
Public – Institutional holders	E-Voting	142834739	122697938	85.902	47796249	74901689	38.954	61.046
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		142834739	122697938	85.902	47796249	74901689	38.954
Public-Others	E-Voting	130749050	1108860	0.848	1101067	7793	99.297	0.703
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		130749050	1108860	0.848	1101067	7793	99.297
GRAND TOTAL		562042373	412265382	73.351	337355900	74909482	81.830	18.170



Consolidated Scrutinizer's Report

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015)

To

The Chairman

Engineers India Limited

CIN: L74899DL1965GOI004352

Engineers India Bhawan, 1,

Bhikaji Cama Place, New Delhi-110066.

Sub.: Consolidated Scrutinizer's Report on voting through remote e-voting and e-voting at the 58th Annual General Meeting ("AGM") of Engineers India Limited ("Company"), held on Friday, September 15, 2023, at 11:00 A.M. (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")

Respected Madam,

I, Parul Jain, Proprietor of M/s. VAP & Associates, Practicing Company Secretaries, was appointed as Scrutinizer by the Board of Directors of the Company vide resolution passed at their Board Meeting held on 26th May, 2023, for the purpose of scrutinizing the voting process, i.e. remote e-voting and e-voting at AGM of the Company held on **Friday, September 15, 2023, at 11:00 A.M. (IST)** through VC/ OAVM facility in compliance with the provisions of Section 96, 101, 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and in accordance with the terms of circulars issued by Ministry of Corporate Affairs i.e. General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 5, 2022 and 10/2022 dated December 28, 2022 (collectively referred to as "**MCA Circulars**") and in accordance with the terms of circulars issued by Securities and Exchange Board of India i.e. Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/ HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 (collectively referred to as "**SEBI Circulars**"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and to submit a report thereon to the Company on the resolutions forming part of the AGM Notice dated August 11, 2023 ("**AGM Notice**").

In compliance with the MCA Circulars and SEBI Circulars, the AGM Notice along with Annual Report for the Financial Year ("**F.Y.**") 2022-23 was dispatched by the Company on Tuesday, August 22, 2023 only by electronic mode to all those members, whose e-mail address were registered with the Company/ Registrar and Share Transfer Agent/ Depositories.

The Company engaged National Securities Depository Limited ("**NSDL**") for providing services related to remote e-voting and e-voting at the AGM.



The remote e-voting period commenced on Monday, September 11, 2023, at 09:00 A.M. (IST) and ended on Thursday, September 14, 2023, at 05:00 P.M. (IST).

After completion of e-voting at the AGM, the votes cast through remote e-voting and e-voting at the AGM were unblocked on Friday, September 15, 2023, around 01.30 p.m. in the presence of two witnesses, Ms. Priyanka Singh and Ms. Shifa Badri, who are not in the employment of the Company.

The data of remote e-voting and e-voting at AGM was diligently scrutinized and reconciled with the records maintained by the Alankit Assignments Limited (RTA) and the authorizations lodged. Detailed registers were maintained containing the summary of results of remote e-voting and e-voting at the AGM.

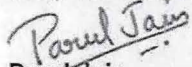
The Management of the Company is responsible to ensure compliance with requirements of the Act and rules relating to remote e-voting prior and during the AGM on the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the remote e-voting is restricted to making scrutinizers report of the votes cast in favour or against the resolutions. The consolidated summary of results of remote e-voting and e-voting at the AGM is annexed herewith as **Annexure- A**.

Thanking you

Countersigned by

For VAP & Associates
Company Secretaries
FRN: S2014UP280200

Chairman & Managing Director
Engineers India Limited


Parul Jain
Proprietor
M. No. F8323, CP No. 13901
Place: Delhi
Date: 15.09.2023
UDIN: F008323E001018145



Annexure- A

Item No. 1:

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on 31.03.2023, together with the Directors' Report and the Auditors' Report thereon and Comments of the Comptroller and Auditor General of India.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favor of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	1091	410256688	99.9896	31	1168	0.0003	Nil	
E-Voting at AGM	28	41354	0.0101	0	0	0		
Total	1119	410298042	99.9997	31	1168	0.0003		

Result: The Ordinary Resolution has been passed with requisite consent.



Item No. 2:

To declare final dividend for the financial year ended 31.03.2023.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favor of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	1093	412226451	99.9897	28	1013	0.0002	Nil	
E-Voting at AGM	28	41354	0.0100	0	0	0		
Total	1121	412267805	99.9998	28	1013	0.0002		

Result: The Ordinary Resolution has been passed with requisite consent.



Item No. 3:

To appoint a Director in place of Shri Sanjay Jindal (DIN: 09223617), who retires by rotation and being eligible, offers himself for re-appointment.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favor of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	978	379151598	91.9680	138	33071580	8.0219	Nil	
E-Voting at AGM	28	41354	0.0100	0	0	0		
Total	1006	379192952	91.9781	138	33071580	8.0219		

Result: The Ordinary Resolution has been passed with requisite consent.



Item No. 4:

To appoint a Director in place of Shri Atul Gupta (DIN: 09704622), who retires by rotation and being eligible, offers himself for re-appointment.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favor of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	975	379151097	91.9679	140	33072046	8.0220	Nil	
E-Voting at AGM	27	41344	0.0100	1	10	0.0000		
Total	1002	379192441	91.9780	141	33072056	8.0220		

Result: The Ordinary Resolution has been passed with requisite consent.



Item No. 5:

To authorize Board of Directors of the Company to fix remuneration of Auditors for the Financial Year 2023-24.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favor of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	1064	409436002	99.3137	58	2788167	0.6763	Nil	
E-Voting at AGM	28	41354	0.0100	0	0	0		
Total	1092	409477356	99.3237	58	2788167	0.6763		

Result: The Ordinary Resolution has been passed with requisite consent.



Item No. 6:

To appoint Shri Rajeev Gupta (DIN: 09839662) as Director (Projects) of the Company.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favor of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	979	375446148	91.0690	135	36777930	8.9209	Nil	
E-Voting at AGM	28	41354	0.0100	0	0	0		
Total	1007	375487502	91.0791	135	36777930	8.9209		

Result: The Ordinary Resolution has been passed with requisite consent.



Item No. 7:

To appoint Shri Rohit Mathur (DIN: 08216731) as Director (Government Nominee) of the Company.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favor of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	977	337314546	81.8198	141	74909482	18.1702	Nil	
E-Voting at AGM	28	41354	0.0100	0	0	0		
Total	1005	337355900	81.8298	141	74909482	18.1702		

Result: The Ordinary Resolution has been passed with requisite consent.

