



Coromandel Engineering Company Limited

ISO 9001:2015 & BS OHSAS 18001:2007 Certified company
Registered and corporate office:
Parry House, V Floor, 43, Moore Street, Chennai 600 001, India
P.B. No. 1698, Tel: 25301700
CIN No.: L74910TN1947PLC000343
E-Mail: coromandelengg@cec.murugappa.com
Website: www.coromandelengg.com

December 4, 2021

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001

Scrip Code: 533167

Dear Sir,

Sub: Voting results and Consolidated Scrutiniser's report of the Meeting of the Preference Shareholders

We wish to inform you that the Meeting of the preference shareholders of the Company was held yesterday i.e. 3rd December, 2021 at the Registered Office of the Company situated at "Parry House", 5th Floor, 43, Moore Street, Chennai – 600001 and the business mentioned in the notice dated 26th October, 2021 was transacted. The 7% Cumulative Non Participating Redeemable Preference Shares of the Company are not listed on the Stock Exchange.

Pursuant to Regulation 30 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the voting results along-with consolidated Report of the Scrutinizer for the business transacted at the Meeting of the Preference Shareholders of the Company held on Friday, December 3, 2021, at the registered office of the Company at "Parry House" 5th Floor, 43, Moore Street, Chennai - 600001 in the prescribed format. Based on the consolidated Report of the Scrutinizer, the Resolution as set out in the Notice of the Meeting of the Preference Shareholders has been duly approved by the Preference Shareholders unanimously.

Kindly take the same on record.

Thanking you,

Yours faithfully

For Coromandel Engineering Company Limited

C. Parvathi Nagaraj

C Parvathi Nagaraj
Company Secretary

Company Name	COROMANDEL ENGINEERING COMPANY LIMITED
Date of the Meeting of Preference Shareholders	03-12-2021
Total number of Preference Shareholders on record date	49
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	9
Public:	0
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)	SPECIAL - Approval for reduction of the entire paid-up preference share capital of the Company aggregating to Rs. 28,35,63,000/- (Rupees Twenty Eight Crores Thirty Five Lakhs Sixty Three Thousand only) divided into 28,35,630 number of 7% Cumulative Non-Participating Redeemable Preference Shares of Rs.100/- each.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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
Promoter and Promoter Group	E-Voting	2835630	2731135	96.3149	2731135	0	98.1036	0.0000
	Poll	2835630	52795	1.8618	52795	0	1.8964	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Total		2835630	2783930	98.1767	2783930	0	100.0000	0.0000

For Coromandel Engineering Company Limited

C. Parvathi Nagaraj

C. Parvathi Nagaraj, Company Secretary



Consolidated Scrutinizer's Report

04th December, 2021

The Chairman
COROMANDEL ENGINEERING COMPANY LIMITED,
"Parry House", 5th Floor,
No.43, Moore Street,
Chennai - 600 001

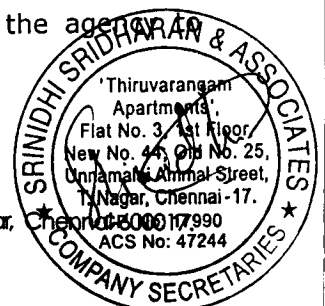
Ref: Meeting of the Preference Shareholders of Coromandel Engineering Company Limited held on Friday, 3rd December, 2021 at 10.00 a.m. at the Registered Office of the Company at "Parry House", 5th Floor, No.43, Moore Street, Chennai - 600 001.

Dear Sir,

The Board of Directors of **Coromandel Engineering Company Limited** vide resolution dated 26th October, 2021 pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 (as amended) and 21 of the Companies (Management and Administration) Rules, 2014 have appointed us viz. Srinidhi Sridharan & Associates, Company Secretaries, as the Scrutinizer to conduct the remote e-voting process held between Tuesday, November 30, 2021 (9.00 AM) (IST) to Thursday, December 2, 2021 (5.00 PM) (IST) and to conduct the Polling process relating to the Meeting of the Preference Shareholders of the Company, held on Friday, 3rd December, 2021 at 10.00 a.m. at the Registered Office of the Company at "Parry House", 5th Floor, No.43, Moore Street, Chennai - 600 001. The Preference shareholders of the Company as on the "cut off" date i.e. Friday, November 26, 2021 were entitled to vote as set out in the notice of the Meeting of the Preference Shareholders.

We now submit our consolidated Report as under:

1. After the announcement of the poll by the Chairman, one ballot box kept for polling was locked in our presence with due identification mark placed by us.
2. After the time fixed for closing of the poll, the locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Share Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
3. We have scrutinized and reviewed the voting at the conclusion of Meeting of the Preference Shareholders. Subsequently, we have unblocked the votes cast through remote e-voting in the presence of Mr. K Satheesh and Ms. F Shazia Shabnam, who are the witnesses and not in the employment of the company. The votes tendered therein in respect of the remote e-voting system are based on the data downloaded from the Official website of the Kfin Technologies Private Limited, the agency to provide e-voting facility.



4. The consolidated result (Remote E-voting and Poll) of the said Resolution are as under:

Item No. 1 - Approval for reduction of the entire paid-up preference share capital of the Company aggregating to Rs. 28,35,63,000/- (Rupees Twenty Eight Crores Thirty Five Lakhs Sixty Three Thousand only) divided into 28,35,630 number of 7% Cumulative Non-Participating Redeemable Preference Shares of Rs.100/- each.

SPECIAL RESOLUTION

"RESOLVED THAT pursuant to Section 66 and other applicable provisions of the Companies Act, 2013 (**"the Act"**), if any, and the relevant Rules made there under (**"the Rules"**) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to Article 4.4 of the Articles of Association of the Company and further subject to confirmation by the Hon'ble National Company Law Tribunal, Chennai Bench (**"NCLT"**), and subject to approvals, if any, as may be required from the appropriate authorities, and subject to such terms, conditions or modifications if any, as may be prescribed by such authorities while granting such approvals, consents or permissions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as **'the Board'**), the Scheme for Reduction of Issued, Subscribed and Paid-up Preference Share Capital between the Company and its Shareholders (**"the Scheme"**) be and is hereby approved and the consent of the preference shareholders of the Company is hereby accorded and consequently, the entire paid-up Preference Share Capital of the Company aggregating to Rs. 28,35,63,000/- (Rupees Twenty Eight Crores Thirty Five Lakhs Sixty Three Thousand only) divided into 28,35,630 number of 7 % Cumulative Non-Participating Redeemable Preference Shares of Rs.100/- each by extinguishing right to all payments to be made including but not limited to all outstanding dividends, share premiums, if any, and redemption amount or exit consideration (whether such consideration is the nominal value of the shares or higher) from the date of approval of NCLT and that such reduction be effected by adjusting and/or writing back such reduced capital proportionately against the accumulated losses of the Company (**"the Reduction"**).

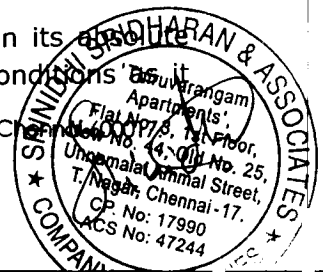
"RESOLVED FURTHER THAT no consideration nor payment whatsoever will be made towards the extinguishment of all payments that were hitherto payable including but not limited towards outstanding dividends, share premiums, if any, and redemption amount or exit consideration (whether such consideration is the nominal value of the shares or higher)."

"RESOLVED FURTHER THAT effective from the date of the confirmation of the Hon'ble National Company Law Tribunal, Chennai Bench (**"the NCLT"**) and approvals, if any, from any other appropriate authorities as may be required, the remaining paid-up preference share capital of the Company after the Reduction shall be NIL."

"RESOLVED FURTHER THAT subject to confirmation of the NCLT, and approvals, if any, from any other appropriate authorities, the Company be and is hereby shall not be required to add the words "And Reduced" to its name subsequent to such Reduction of capital of the Company."

"RESOLVED FURTHER THAT the Board be and is hereby authorized, in its discretion, to bring into effect this resolution on such other terms and conditions as it

New No. 44, (Old No. 25), Flat No. 3, Thiruvarangam Apts, 1st floor, Unnamalai Ammal Street, T.Nagar, Chennai - 600 017.
Phone : 044 42166988



may consider appropriate and to accept such other conditions and modifications as may be prescribed by the NCLT and other appropriate authorities while according their confirmation or consent to this resolution or to suspend, withdraw or revive the proposal for Reduction of capital from time to time as may be specified by any statutory authority or as the Board may suo-moto decide."

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
39	2731135	3	52795	2783930	100.00

(ii) Votes **against** the resolution:

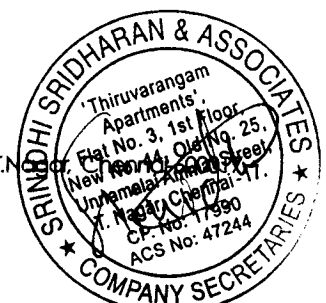
Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
NIL	NIL	NIL	NIL	NIL	0.0

(iii) **Invalid Votes:**

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E- Voting and Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution were three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 1 as set out in the Notice of the Meeting of the Preference Shareholders is passed unanimously.



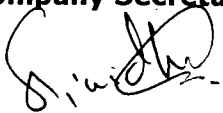
5. A Compact Disc (CD) containing a list of Preference shareholders who voted "**FOR**" and "**AGAINST**" for the resolution is enclosed.

6. The electronic data relating to remote e-voting, poll papers and all other relevant records is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Meeting of the Preference Shareholders.

Thanking you,

Yours faithfully,

**For Srinidhi Sridharan & Associates
Company Secretaries**


**CS Srinidhi Sridharan
CP No. 17990
ACS No. 47244
UDIN: A047244C001652144**

