

### CIN: L99999MH1949PLC007039

September 13, 2024

To, Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 Scrip Code No. 531120

The National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex Mumbai – 400 051 Company Code No. PATELENG

Dear Sir(s),

# <u>Sub: Proceedings and Voting Results of the 75<sup>th</sup> Annual General Meeting ('AGM') of Patel</u> <u>Engineering Limited</u>

The 75<sup>th</sup> AGM of the Company was held on Friday, September 13, 2024 at 11.30 am through Video Conferencing to transact the business as stated in the Notice convening the AGM dated August 17, 2024.

We would like to inform you that all items of business mentioned in the said AGM Notice were transacted and passed by the Members with requisite majority through e-voting facility provided to the Members. The Company also facilitated the live webcast of the proceedings.

In this regard, please find attached the following -

- a) Summary of proceedings of the Company's AGM in compliance with Regulation 30, Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **"Annexure 1"**.
- b) The result of voting by Shareholders through remote e-voting and e-voting at the AGM, in relation to the business transacted at the AGM, in compliance with Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 "Annexure 2".
- c) Consolidated Report of the Scrutinizer dated September 13, 2024, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 - "Annexure 3".

The AGM concluded at 12.30 pm.

Kindly take the same on record.

For Patel Engineering Limited

Shobha Shetty Company Secretary Membership No.: F10047

Encl: As Above



## CIN: L999999MH1949PLC007039 Annexure 1

# <u>Summary of the Proceedings of the 75<sup>th</sup> Annual General Meeting of Patel Engineering Limited held on</u> <u>Friday, September 13, 2024</u>

The 75<sup>th</sup> Annual General Meeting ('AGM') of the Members of the Company was held on September 13, 2024 at 11.30 a.m. (IST) through Video Conferencing/ Other Audio Visual Means (VC/OAVM).

Ms. Janky Patel, Non-Executive Chairperson, chaired the meeting. The Chairperson introduced all the members of the Board of Directors. It was also stated that representatives of the Statutory Auditor, Secretarial Auditor and Scrutinizer were present in the Meeting through VC.

The requisite quorum being present, the Chairperson called the meeting to order and requested the Company Secretary to provide general instructions to the members regarding participation in this Meeting.

Ms. Shobha Shetty, Company Secretary welcomed all the Members and informed them that the facility to participate through VC had been made available in accordance with the circulars issued by MCA and briefed the Members on certain points relating to participation at the Meeting through VC.

The Chairperson addressed the Members and the Managing Director gave a brief overview of the performance of the Company during the financial year ended March 31, 2024.

With the permission of the Members, the Notice was taken as read. The Members were informed that there were no qualifications or adverse remarks in the Reports of the Statutory Auditors.

The following items of business as per the Notice of the Annual General Meeting dated August 17, 2024, were approved by the Members:

ltem No.	Item Description	Resolution Type	Mode of voting	Result
1.	To consider and adopt: - a. the audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board and the Auditors thereon; and b. the audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Report of the Auditors thereon.	Ordinary	Remote evoting prior to and during the AGM	Passed with requisite majority
2.	To appoint Ms. Kavita Shirvaikar (DIN: 07737376) as a Director who retires by rotation and, being eligible, offers herself for re-appointment.	Ordinary	Remote evoting prior to and during the AGM	Passed with requisite majority
3.	Appointment of Ms. Janky Patel (DIN: 05009880) as Non-Executive Non- Independent Director, designated as "Chairperson".	Ordinary	Remote evoting prior to and during the AGM	Passed with requisite majority
4.	Re-designation of Ms. Kavita Shirvaikar (DIN: 07737376) as Managing Director	Special	Remote evoting prior to and during the AGM	Passed with requisite majority
5.	Appointment of Mr. Kishan Lal Daga (DIN: 00083103) as a Whole Time Director	Special	Remote evoting prior to	Passed with requisite

# REGD. OFFICE:

Patel Estate Road, Jogeshwari (W), Mumbai – 400 102. India Phone +91 22 26767500, 26782916 Fax +91 22 26782455, 26781505 Email <u>headoffice@pateleng.com</u> Website: <u>www.pateleng.com</u>



#### CIN: L99999MH1949PLC007039

			CIN. L999999WIH	1949FLC00703
			and during the AGM	majority
6.	Appointment of Mr. Dimitrius D'Mello (DIN: 00837714) as a Whole Time Director	Special	Remote evoting prior to and during the AGM	Passed with requisite majority
7.	Appointment of Dr. Emandi Sankara Rao (DIN: 05184747) as an Independent Director	Special	Remote evoting prior to and during the AGM	Passed with requisite majority
8.	Ratification of Cost Auditor's Remuneration for FY 2023-24	Ordinary	Remote evoting prior to and during the AGM	Passed with requisite majority
9.	Approval of special rights to Promoters of the Company	Special	Remote evoting prior to and during the AGM	Passed with requisite majority
10.	Alteration of Articles of Association of the Company	Special	Remote evoting prior to and during the AGM	Passed with requisite majority

Thereafter, the Chairperson invited the Members to put forth their comments and suggestions and to make enquiries on the performance of the Company and other related matters. The queries made by the Members were duly responded by the Managing Director of the Company.

The Chairperson then thanked the Members for their continued support and for participating in the Meeting. She also thanked the Directors and the Management team for joining the Meeting.

The Chairperson then informed the Members that the e-voting facility would be kept open for the next 15 minutes to enable the Members who had not yet cast their votes to cast their votes on the resolutions proposed in the Notice of the AGM. She declared that the Meeting would be considered closed upon completion of e-voting period.

The meeting concluded at 12.30 p.m.

The Scrutinizer's Report was received after conclusion of the Meeting on September 13, 2024. All the Resolutions were passed with requisite majority.

This is for your information and records.

#### For Patel Engineering Limited

Shobha Shetty Company Secretary Membership No.: F10047

#### **REGD. OFFICE:**

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Annexure 2

# PATEL ENGINEERING LIMITED 75<sup>th</sup> Annual General Meeting held on September 13, 2024

# Details of Results of Remote E-voting and E-voting during the 75<sup>th</sup> Annual General Meeting pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	September 13, 2024
Total number of shareholders on record date	4,38,327
(i.e. as on September 6, 2024)	
No. of shareholders present in the meeting either in pers	on or through proxy:
Promoter and Promoter group	NA
Public	NA
No. of shareholders attended the meeting through Video	o Conferencing:
Promoter and Promoter group	4
Public	82



#### **Resolution Item No. 1:** To consider and adopt:-

- a. the audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board and the Auditors thereon; and
- b. the audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Report of the Auditors thereon.

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/ promoter group are interested in the agenda / resolution?	No

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter	Remote E-Voting		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0
	Group	E- Voting at AGM	30,49,17,712	0	0.0000	0	0	0.0000	0.0000
		Total		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
2	Public - Institutional	Remote E-Voting		2,35,08,381	37.1887	2,35,08,381	0	100.0000	0.0000
	holders	E- Voting at AGM	6,32,13,807	0	0.0000	0	0	0.0000	0.0000
		Total		2,35,08,381	37.1887	2,35,08,381	0	100.0000	0.0000
3	Public-Others	Remote E-Voting		34,84,907	0.7317	34,81,843	3,064	99.9121	0.0879
		E- Voting at AGM	47,62,44,598	33,470	0.0070	33,470	0	100.0000	0.0000
		Total		35,18,377	0.7388	35,15,313	3,064	99.9129	0.0871
	Total		84,43,76,117	30,10,08,637	35.6486	30,10,05,573	3,064	99.9990	0.0010



**Resolution Item No. 2:** To appoint Ms. Kavita Shirvaikar (DIN: 07737376) as a Director who retires by rotation and, being eligible, offers herself for re-appointment.

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/ promoter group are interested in the agenda / resolution?	No

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter	Remote E-Voting		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
	Group	E- Voting at AGM	30,49,17,712	0	0.0000	0.0000	0	0.0000	0.0000
		Total		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
2	Public - Institutional	Remote E-Voting		2,39,87,713	37.9470	2,27,23,021	12,64,692	94.7278	5.2722
	holders	E- Voting at AGM	6,32,13,807	0	0.0000	0.0000	0	0.0000	0.0000
		Total		2,39,87,713	37.9470	2,27,23,021	12,64,692	94.7278	5.2722
3	Public-Others	Remote E-Voting		34,84,475	0.7317	34,62,252	22,223	99.3622	0.6378
		E- Voting at AGM	47,62,44,598	33,470	0.0070	33,470	0	100.0000	0.0000
		Total		35,17,945	0.7387	34,95,722	22,223	99.3683	0.6317
	Total		84,43,76,117	30,14,87,537	35.7054	30,02,00,622	12,86,915	99.5731	0.4269



**Resolution Item No. 3:** Appointment of Ms. Janky Patel (DIN: 05009880) as Non-Executive Non-Independent Director, designated as "Chairperson".

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/ promoter group are interested in the agenda / resolution?	Yes

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter	Remote E-Voting		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
	Group	E- Voting at AGM	30,49,17,712	0	0.0000	0	0	0.0000	0.0000
		Total		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
2	Public - Institutional	Remote E-Voting		2,39,87,713	37.9470	2,27,23,021	12,64,692	94.7278	5.2722
	holders	E- Voting at AGM	6,32,13,807	0	0.0000	0	0	0.0000	0.0000
		Total		2,39,87,713	37.9470	2,27,23,021	12,64,692	94.7278	5.2722
3	Public-Others	Remote E-Voting		34,84,375	0.7316	34,23,526	60,849	98.2537	1.7463
		E- Voting at AGM	47,62,44,598	33,470	0.0070	33,470	0	100.0000	0.0000
		Total		35,17,845	0.7387	34,56,996	60,849	98.2703	1.7297
	Total	1	84,43,76,117	30,14,87,437	35.7053	30,01,61,896	13,25,541	99.5603	0.4397



**Resolution Item No. 4:** Re-designation of Ms. Kavita Shirvaikar (DIN: 07737376) as Managing Director.

[	Resolution required: (Ordinary / Special)	Special
	Whether promoter/ promoter group are interested in the agenda / resolution?	No

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter	Remote E-Voting		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
	Group	E- Voting at AGM	30,49,17,712	0	0.0000	0	0	0.0000	0.0000
		Total		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
2	Public - Institutional	Remote E-Voting		2,39,87,713	37.9470	2,24,25,290	15,62,423	93.4866	6.5134
	holders	E- Voting at AGM	6,32,13,807	0	0.0000	0	0	0.0000	0.0000
		Total	1	2,39,87,713	37.9470	2,24,25,290	15,62,423	93.4866	6.5134
3	Public-Others	Remote E-Voting		34,84,475	0.7317	34,60,898	23,577	99.3234	0.6766
		E- Voting at AGM	47,62,44,598	33,470	0.0070	33,470	0	100.0000	0.0000
		Total		35,17,945	0.7387	34,94,368	23,577	99.3298	0.6702
	Total		84,43,76,117	30,14,87,537	35.7054	29,99,01,537	15,86,000	99.4739	0.5261



**Resolution Item No. 5:** Appointment of Mr. Kishan Lal Daga (DIN: 00083103) as a Whole Time Director.

Resolution required: (Ordinary / Special)	Special
Whether promoter/ promoter group are interested in the agenda / resolution?	No

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter	Remote E-Voting		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
	Group	E- Voting at AGM	30,49,17,712	0	0.0000	0	0	0.0000	0.0000
		Total		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
2	Public - Institutional	Remote E-Voting		2,39,87,713	37.9470	2,14,34,038	25,53,675	89.3542	10.6458
	holders	E- Voting at AGM	6,32,13,807	0	0.0000	0	0	0.0000	0.0000
		Total		2,39,87,713	37.9470	2,14,34,038	25,53,675	89.3542	10.6458
3	Public-Others	Remote E-Voting		34,72,400	0.7291	34,49,902	22,498	99.3521	0.6479
		E- Voting at AGM	47,62,44,598	33,470	0.0070	33,470	0	100.0000	0.0000
		Total	-	35,05,870	0.7361	34,83,372	22,498	99.3583	0.6417
	Total		84,43,76,117	30,14,75,462	35.7039	29,88,99,289	25,76,173	99.1455	0.8545



Resolution Item No. 6: Appointment of Mr. Dimitrius D'Mello (DIN: 00837714) as a Whole Time Director.

Resolution required: (Ordinary / Special)	Special
Whether promoter/ promoter group are interested in the agenda / resolution?	No

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter	Remote E-Voting		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
	Group	E- Voting at AGM	30,49,17,712	0	0.0000	0	0	0.0000	0.0000
		Total		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
2	Public - Institutional	Remote E-Voting		2,39,87,713	37.9470	2,24,51,035	15,36,678	93.5939	6.4061
	holders	E- Voting at AGM	6,32,13,807	0	0.0000	0	0	0.0000	0.0000
		Total	1	2,39,87,713	37.9470	2,24,51,035	15,36,678	93.5939	6.4061
3	Public-Others	Remote E-Voting		34,82,025	0.7311	34,66,338	15,687	99.5495	0.4505
		E- Voting at AGM	47,62,44,598	33,470	0.0070	33,470	0.0000	100.0000	0.0000
		Total		35,15,495	0.7382	34,99,808	15,687	99.5538	0.4462
	Total		84,43,76,117	30,14,85,087	35.7051	29,99,32,722	15,52,365	99.4851	0.5149



Resolution Item No. 7: Appointment of Dr. Emandi Sankara Rao (DIN: 05184747) as an Independent Director.

Resolution required: (Ordinary / Special)	Special
Whether promoter/ promoter group are interested in the agenda / resolution?	No

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter	Remote E-Voting		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
	Group	E- Voting at AGM	30,49,17,712	0	0.0000	0	0	0.0000	0.0000
		Total		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
2	Public - Institutional	Remote E-Voting		2,39,87,713	37.9470	2,27,87,155	12,00,558	94.9951	5.0049
	holders	E- Voting at AGM	6,32,13,807	0	0.0000	0	0	0.0000	0.0000
		Total		2,39,87,713	37.9470	2,27,87,155	12,00,558	94.9951	5.0049
3	Public-Others	Remote E-Voting		34,84,225	0.7316	34,70,354	13,871	99.6019	0.3981
		E- Voting at AGM	47,62,44,598	33,470	0.0070	33,470	0	100.0000	0.0000
		Total		35,17,695	0.7386	35,03,824	13,871	99.6057	0.3943
	Total		84,43,76,117	30,14,87,287	35.7053	30,02,72,858	12,14,429	99.5972	0.4028



Resolution Item No. 8: Ratification of Cost Auditor's Remuneration for FY 2023-24.

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/ promoter group are interested in the agenda / resolution?	No

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter	Remote E-Voting		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
	Group	E- Voting at AGM	30,49,17,712	0	0.0000	0	0	0.0000	0.0000
		Total		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
2	Public - Institutional	Remote E-Voting		2,39,87,713	37.9470	2,39,87,713	0	100.0000	0.0000
	holders	E- Voting at AGM	6,32,13,807	0	0.0000	0	0	0.0000	0.0000
		Total		2,39,87,713	37.9470	2,39,87,713	0	100.0000	0.0000
3	Public-Others	Remote E-Voting		34,78,999	0.7305	34,45,336	33,663	99.0324	0.9676
		E- Voting at AGM	47,62,44,598	33,470	0.0070	33,460	10	99.9701	0.0299
		Total		35,12,469	0.7375	34,78,796	33,673	99.0413	0.9587
	Total		84,43,76,117	30,14,82,061	35.7047	30,14,48,388	33,673	99.9888	0.0112



**Resolution Item No. 9:** Approval of special rights to Promoters of the Company

Resolution required: (Ordinary / Special)	Special
Whether promoter/ promoter group are interested in the agenda / resolution?	Yes

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter	Remote E-Voting		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
	Group	E- Voting at AGM	30,49,17,712	0	0.0000	0	0	0.0000	0.0000
		Total		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
2	Public - Institutional	Remote E-Voting		2,39,87,713	37.9470	54,61,179	1,85,26,534	22.7666	77.2334
	holders	E- Voting at AGM	6,32,13,807	0	0.0000	0	0	0.0000	0.0000
		Total		2,39,87,713	37.9470	54,61,179	1,85,26,534	22.7666	77.2334
3	Public-Others	Remote E-Voting		34,83,044	0.7314	33,81,861	1,01,183	97.0950	2.9050
		E- Voting at AGM	47,62,44,598	33,470	0.0070	33,460	10	99.9701	0.0299
		Total	-	35,16,514	0.7384	34,15,321	1,01,193	97.1223	2.8777
	Total		84,43,76,117	30,14,86,106	35.7052	28,28,58,379	1,86,27,727	93.8214	6.1786



Resolution Item No. 10: Alteration of Articles of Association of the Company.

Resolution required: (Ordinary / Special)	Special
Whether promoter/ promoter group are interested in the	genda / resolution? Yes

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter	Remote E-Voting		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
	Group	E- Voting at AGM	30,49,17,712	0	0.0000	0	0	0.0000	0.0000
		Total		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
2	Public - Institutional	Remote E-Voting		2,39,87,713	37.9470	54,61,179	1,85,26,534	22.7666	77.2334
	holders	E- Voting at AGM	6,32,13,807	0	0.0000	0	0	0.0000	0.0000
		Total		2,39,87,713	37.9470	54,61,179	1,85,26,534	22.7666	77.2334
3	Public-Others	Remote E-Voting		34,83,100	0.7314	34,44,457	38,643	98.8906	1.1094
		E- Voting at AGM	47,62,44,598	33,470	0.0070	33,470	0	100.0000	0.0000
		Total	-	35,16,570	0.7384	34,77,927	38,643	98.9011	1.0989
	Total		84,43,76,117	30,14,86,162	35.7052	28,29,20,985	1,85,65,177	93.8421	6.1579

For Patel Engineering Limited

Shobha Shetty Company Secretary Membership No.: F10047

# MMJC

# MMJB & Associates LLP

# Company Secretaries

803-804, 8<sup>th</sup> Floor, Ecstasy, Citi of Joy, JSD Road, Mulund - West, Mumbai – 400080, (T) 022-31008600 LLPIN: AAR-9997

#### Consolidated Report of Scrutinizer on Remote e-voting and electronic voting at the Annual General Meeting (AGM)

To,

Company Secretary Patel Engineering Limited Patel Estate Road, Jogeshwari (West), Mumbai – 400102, Maharashtra, India.

Consolidated Scrutinizer's Report on voting through Remote E-voting and electronic voting at the 75<sup>th</sup> AGM of the shareholders of the Company, held on Friday, September 13, 2024 at 11:30 a.m. through video conferencing ("VC") /other audio-visual means ("OAVM") in terms of provisions of the Companies Act, 2013 (herein after the "Act") read with the Rules issued there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations").

- A. I, Omkar Dindorkar, Designated Partner of M/s. MMJB & Associates LLP, Practicing Company Secretaries, appointed as Scrutinizer in the meeting of Board of Directors of the Company held on August 13, 2024 to conduct the following:
  - (i) **Remote e-voting** process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
  - (ii) **Electronic Voting at the AGM** under the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the AGM held on Friday, September 13, 2024 at 11.30 a.m.
- B. Pursuant to Section 101, 108 of the Act and Rule 20 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company has confirmed that the electronic copy of the Notice convening the 75<sup>th</sup> AGM of the Company and explanatory statement along with the procedure for of electronic voting at the AGM and remote e-voting were sent to the Members of the Company whose e-mail addresses were registered with the Company/the Depository Participant(s) for communication purposes in compliance with the General Circular No. 09/2023 dated September 25, 2023, other circulars issued by the Ministry of Corporate Affairs from time to time, master Circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by the Securities and Exchange Board of India ("SEBI") ("the Circulars") and applicable provisions of the Listing Regulations, and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India. The Company completed dispatch of Notice along with explanatory statement on Tuesday, August 20, 2024, only through

electronic mode, to those members whose name(s) appeared on the Register of Members/ List of beneficiaries as on Friday, August 16, 2024.

- C. The Company had availed the remote e-voting facility provided by National Securities Depository Limited ("NSDL") for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Tuesday, September 10, 2024 at 9.00 a.m. and ended on Thursday, September 12, 2024 at 5.00 p.m. and the NSDL remote e-voting portal was blocked for voting thereafter.
- D. The Company had appointed NSDL for conducting the electronic voting by the shareholders of the Company at the AGM. After the time fixed for closing of electronic voting at AGM by the Chairperson, voting was closed by us and votes cast were unblocked.
- E. On the basis of the votes exercised by the shareholders through remote e-voting and by way of electronic voting during the AGM held on Friday, September 13, 2024, I have issued this Scrutinizer's Report dated September 13, 2024.
- F. Based on the votes exercised by the shareholders of the Company through remote e-Voting, I have issued separate Scrutinizer's Report dated September 13, 2024.

Date of AGM	September 13, 2024
Total number of shareholders on record date (i.e. as on September 06, 2024)	4,38,327
No. of shareholders present in the meeting either in person or the	nrough proxy:
Promoter and Promoter group	NA
Public	NA
No. of shareholders attended the meeting through Video Confe	rencing:
Promoter and Promoter group	4
Public	82

#### **Resolution Item No. 1 - Ordinary Resolution**

To consider and adopt:

- (a) the audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board and the Auditors thereon; and
- (b) the audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Report of the Auditors thereon.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstan ding 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	Remote E-Voting	20 40 17 712	27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
1	Promoter Group	E- Voting at AGM	30,49,17,712	0	0.0000	0	0	0.0000	0.0000
		Total		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
	Public -	Remote E-Voting		2,35,08,381	37.1887	2,35,08,381	0	100.0000	0.0000
2	Institutional holders	E- Voting at AGM	6,32,13,807	0	0.0000	0	0	0.0000	0.0000
		Total		2,35,08,381	37.1887	2,35,08,381	0	100.0000	0.0000
	D. 111.	Remote E-Voting	47 (0.44 500	34,84,907	0.7317	34,81,843	3,064	99.9121	0.0879
3	Public- Others	E- Voting at AGM	47,62,44,598	33,470	0.0070	33,470	0	100.0000	0.0000
		Total		35,18,377	0.7388	35,15,313	3,064	99.9129	0.0871
	Total		84,43,76,117	30,10,08,637	35.6486	30,10,05,573	3,064	99.9990	0.0010

# **Resolution Item No. 2 - Ordinary Resolution**

To appoint Ms. Kavita Shirvaikar (DIN: 07737376) as a Director who retires by rotation and, being eligible, offers herself for re-appointment.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandi ng 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	Remote E-Voting	20.40.45.540	27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
1	1 Promoter Group	E- Voting at AGM	30,49,17,712	0	0.0000	0.0000	0	0.0000	0.0000
		Total		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
	Public -	Remote E-Voting	( <b>22</b> ( <b>2</b> 02 <b>7</b>	2,39,87,713	37.9470	2,27,23,021	12,64,692	94.7278	5.2722
2	Institutional holders	E- Voting at AGM	6,32,13,807	0	0.0000	0.0000	0	0.0000	0.0000
		Total		2,39,87,713	37.9470	2,27,23,021	12,64,692	94.7278	5.2722
	D. 11.	Remote E-Voting	45.62.44.500	34,84,475	0.7317	34,62,252	22,223	99.3622	0.6378
3	Public- 3 Others	E- Voting at AGM	47,62,44,598	33,470	0.0070	33,470	0	100.0000	0.0000
		Total		35,17,945	0.7387	34,95,722	22,223	99.3683	0.6317
	Total		84,43,76,117	30,14,87,537	35.7054	30,02,00,622	12,86,915	99.5731	0.4269

# **Resolution Item No. 3 - Ordinary Resolution**

Appointment of Ms. Janky Patel (DIN: 05009880) as Non-Executive Non-Independent Director, designated as "Chairperson".

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g 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
		Remote		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
	Promoter and	E-Voting	30,49,17,712						
1	Promoter	E- Voting at	50,47,17,712	0	0.0000	0	0	0.0000	0.0000
	Group	AGM						100.0000	0.0000
		Total		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
		Remote		2,39,87,713	37.9470	2,27,23,021	12,64,692	94.7278	5.2722
	Public -	E-Voting	( 22 12 007						
2	Institutional	E- Voting at	6,32,13,807	0	0.0000	0	0	0.0000	0.0000
2	holders	AGM							
		Total		2,39,87,713	37.9470	2,27,23,021	12,64,692	94.7278	5.2722
		Remote		34,84,375	0.7316	34,23,526	60,849	98.2537	1.7463
	D 11	E-Voting	17 (2 11 500						
	Public-	E- Voting at	47,62,44,598	33,470	0.0070	33,470	0	100.0000	0.0000
3	Others	AGM							
		Total	]	35,17,845	0.7387	34,56,996	60,849	98.2703	1.7297
	Total		84,43,76,117	30,14,87,437	35.7053	30,01,61,896	13,25,541	99.5603	0.4397

#### **Resolution Item No. 4 - Special Resolution**

Re-designation of Ms. Kavita Shirvaikar (DIN: 07737376) as Managing Director.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandi ng 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	Remote E-Voting		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
1	Promoter E- V Group A	E- Voting at AGM	30,49,17,712	0	0.0000	0	0	0.0000	0.0000
		Total		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
	Public -	Remote E-Voting		2,39,87,713	37.9470	2,24,25,290	15,62,423	93.4866	6.5134
2	Institutional holders	E- Voting at AGM	6,32,13,807	0	0.0000	0	0	0.0000	0.0000
		Total		2,39,87,713	37.9470	2,24,25,290	15,62,423	93.4866	6.5134
	- 11	Remote E-Voting		34,84,475	0.7317	34,60,898	23,577	99.3234	0.6766
3	Public- Others	E- Voting at AGM	47,62,44,598	33,470	0.0070	33,470	0	100.0000	0.0000
		Total	1	35,17,945	0.7387	34,94,368	23,577	99.3298	0.6702
	Total		84,43,76,117	30,14,87,537	35.7054	29,99,01,537	15,86,000	99.4739	0.5261

# Resolution Item No. 5 - Special Resolution

Appointment of Mr. Kishan Lal Daga (DIN: 00083103) as a Whole Time Director.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandi ng 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
		Remote		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
	Promoter and	E-Voting	30,49,17,712						
1	Promoter	E- Voting at	50,49,17,712	0	0.0000	0	0	0.0000	0.0000
1	Group	AGM	_						
		Total		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
		Remote		2,39,87,713	37.9470	2,14,34,038	25,53,675	89.3542	10.6458
	Public -	E-Voting	(22.12.907						
2	Institutional	E- Voting at	6,32,13,807	0	0.0000	0	0	0.0000	0.0000
2	holders	AGM							
		Total		2,39,87,713	37.9470	2,14,34,038	25,53,675	89.3542	10.6458
		Remote		34,72,400	0.7291	34,49,902	22,498	99.3521	0.6479
	Public-	E-Voting	47 (2 44 500						
3	Others	E- Voting at	47,62,44,598	33,470	0.0070	33,470	0	100.0000	0.0000
3	Others	AGM							
		Total		35,05,870	0.7361	34,83,372	22,498	99.3583	0.6417
	Total		84,43,76,117	30,14,75,462	35.7039	29,88,99,289	25,76,173	99.1455	0.8545

# Resolution Item No. 6 - Special Resolution

Appointment of Mr. Dimitrius D'Mello (DIN: 00837714) as a Whole Time Director.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandi ng 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
		Remote		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
	Promoter and	E-Voting	20 40 17 712						
1	Promoter	E- Voting at	30,49,17,712	0	0.0000	0	0	0.0000	0.0000
1	Group	AGM							
		Total		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
		Remote		2,39,87,713	37.9470	2,24,51,035	15,36,678	93.5939	6.4061
	Public -	E-Voting	(22.12.907						
2	Institutional	E- Voting at	6,32,13,807	0	0.0000	0	0	0.0000	0.0000
2	holders	AGM							
		Total		2,39,87,713	37.9470	2,24,51,035	15,36,678	93.5939	6.4061
		Remote		34,82,025	0.7311	34,66,338	15,687	99.5495	0.4505
	Public-	E-Voting	47 62 44 500						
3	Others	E- Voting at	47,62,44,598	33,470	0.0070	33,470	0.0000	100.0000	0.0000
3	others	AGM							
		Total		35,15,495	0.7382	34,99,808	15,687	99.5538	0.4462
	Total		84,43,76,117	30,14,85,087	35.7051	29,99,32,722	15,52,365	99.4851	0.5149

## Resolution Item No. 7 - Special Resolution

Appointment of Dr. Emandi Sankara Rao (DIN: 05184747) as an Independent Director.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandi ng 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
		Remote		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
	Promoter and	E-Voting	30,49,17,712						
1	Promoter	E- Voting at	50,49,17,712	0	0.0000	0	0	0.0000	0.0000
1	Group	AGM							
		Total		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
		Remote		2,39,87,713	37.9470	2,27,87,155	12,00,558	94.9951	5.0049
	Public -	E-Voting	( 22 12 207						
2	Institutional	E- Voting at	6,32,13,807	0	0.0000	0	0	0.0000	0.0000
2	holders	AGM							
		Total		2,39,87,713	37.9470	2,27,87,155	12,00,558	94.9951	5.0049
		Remote		34,84,225	0.7316	34,70,354	13,871	99.6019	0.3981
	Public-	E-Voting	47 (0 44 500						
3	Others	E- Voting at	47,62,44,598	33,470	0.0070	33,470	0	100.0000	0.0000
3	Others	AGM							
		Total		35,17,695	0.7386	35,03,824	13,871	99.6057	0.3943
	Total		84,43,76,117	30,14,87,287	35.7053	30,02,72,858	12,14,429	99.5972	0.4028

#### **Resolution Item No. 8 - Ordinary Resolution**

Ratification of Cost Auditor's Remuneration for FY 2023-24.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandi ng 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
		Remote		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
	Promoter and	E-Voting	30,49,17,712						
1	Promoter	E- Voting at	50,49,17,712	0	0.0000	0	0	0.0000	0.0000
1	Group	AGM							
		Total		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
		Remote		2,39,87,713	37.9470	2,39,87,713	0	100.0000	0.0000
	Public -	E-Voting	( 22 12 207						
2	Institutional	E- Voting at	6,32,13,807	0	0.0000	0	0	0.0000	0.0000
2	holders	AGM							
		Total		2,39,87,713	37.9470	2,39,87,713	0	100.0000	0.0000
		Remote		34,78,999	0.7305	34,45,336	33,663	99.0324	0.9676
	Public-	E-Voting	47 (2 44 500						
<b>,</b>		E- Voting at	47,62,44,598	33,470	0.0070	33,460	10	99.9701	0.0299
3	Others	AGM							
		Total		35,12,469	0.7375	34,78,796	33,673	99.0413	0.9587
	Total		84,43,76,117	30,14,82,061	35.7047	30,14,48,388	33,673	99.9888	0.0112

# **Resolution Item No. 9 – Special Resolution**

Approval of special rights to Promoters of the Company.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandi ng 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	Remote E-Voting		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
1	Promoter Group	E- Voting at AGM	30,49,17,712	0	0.0000	0	0	0.0000	0.0000
	-	Total		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
	Public -	Remote E-Voting		2,39,87,713	37.9470	54,61,179	1,85,26,534	22.7666	77.2334
2	Institutional holders	E- Voting at AGM	6,32,13,807	0	0.0000	0	0	0.0000	0.0000
		Total		2,39,87,713	37.9470	54,61,179	1,85,26,534	22.7666	77.2334
	<b>D</b> 111	Remote E-Voting		34,83,044	0.7314	33,81,861	1,01,183	97.0950	2.9050
3	Public- Others	E- Voting at AGM	47,62,44,598	33,470	0.0070	33,460	10	99.9701	0.0299
		Total	1	35,16,514	0.7384	34,15,321	1,01,193	97.1223	2.8777
	Total		84,43,76,117	30,14,86,106	35.7052	28,28,58,379	1,86,27,727	93.8214	6.1786

# **Resolution Item No. 10 - Special Resolution**

Alteration of Articles of Association of the Company.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandi ng 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
	Duranten en d	Remote E-Voting		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
1	Promoter and Promoter Group	E- Voting at AGM	30,49,17,712	0	0.0000	0	0	0.0000	0.0000
	-	Total		27,39,81,879	89.8544	27,39,81,879	0	100.0000	0.0000
	Public -	Remote E-Voting		2,39,87,713	37.9470	54,61,179	1,85,26,534	22.7666	77.2334
2	Institutional holders	E- Voting at AGM	6,32,13,807	0	0.0000	0	0	0.0000	0.0000
		Total		2,39,87,713	37.9470	54,61,179	1,85,26,534	22.7666	77.2334
	5.11	Remote E-Voting		34,83,100	0.7314	34,44,457	38,643	98.8906	1.1094
3	Public- Others	E- Voting at AGM	47,62,44,598	33,470	0.0070	33,470	0	100.0000	0.0000
		Total		35,16,570	0.7384	34,77,927	38,643	98.9011	1.0989
	Total		84,43,76,117	30,14,86,162	35.7052	28,29,20,985	1,85,65,177	93.8421	6.1579

G. As requested by the management, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of the electronic voting facilitated at the AGM.

#### It is to be noted that:

- 1. Voting rights on the shares transferred to 'Investor Education and Protection Fund' and held by Patel Engineering Employees Welfare Trust are frozen.
- 2. The votes cast does not include abstained votes and invalid votes
- 3. All the aforesaid resolutions were passed with requisite majority.
- 4. Voting rights of Foreign Portfolio Investors, if any, who have not submitted additional disclosures by the end of the prescribed period as notified by SEBI Circular No. SEBI/HO/AFD/AFD-PoD-2/CIR/P/2023/148 dated 24th August 2023 (subsumed as a part of the SEBI Master Circular No. SEBI/HO/AFD/AFD-PoD-2/P/CIR/2024/70 dated 30th May 2024) have been restricted as provided in the said Circular.

Thanking you, Yours faithfully,

#### For MMJB & Associates LLP Company Secretaries

OMKAR MADHAV DINDORKAR DINDORKAR

Omkar Dindorkar Designated Partner ACS No. 43029 CP No. 24580 UDIN: A043029F001217719 Place: Mumbai Date: September 13, 2024 For Patel Engineering Limited

Shobha Shetty Company Secretary Membership No.: F10047 Place: Mumbai Date: September 13, 2024