



AIA Engineering Limited

November 18, 2024

To,
The Manager (Listing),
The BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Script Code: 532683

To,
The Manager (Listing),
National Stock Exchange of India Limited
“Exchange Plaza”, C-1 , Block – G,
Bandra-Kurla Complex, Bandra (E)
Mumbai – 400 051
Script Code: AIAENG

Dear Sir/Madam,

Sub.: Voting Results and Scrutinizer’s Report on the Postal Ballot Notice dated 13th September, 2024

This refers to the Postal Ballot Notice dated 13th September, 2024 sent to the shareholders of the Company seeking approval on the items as detailed in the Notice.


The e-voting facility to shareholders was provided through Central Depository Services (India) Limited. The e-voting period commenced on Thursday, 17th October, 2024 from 9:00 A.M. (IST) and ended on Friday, 15th November, 2024 at 5:00 P.M. (IST).

Tushar Vora & Associates, Practicing Company Secretary & Scrutinizer, appointed by the Board has submitted his report on the result of Postal Ballot is enclosed herewith.

The result of the postal ballot under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed herewith.

Thanking you.
Yours faithfully,

For AIA Engineering Limited


S. N. Jetheliya
Company Secretary



Encl.: As above

CIN : L29259GJ1991PLC015182

An ISO 9001 Certified Company

Corporate Office : 11-12, Sigma Corporates, B/h. HOF Showroom, Off S. G. Highway, Sindhu Bhavan Road, Bodakdev, Ahmedabad 380 054. Gujarat, INDIA. Ph.: +91-79-66047800 Fax: +91-79-29900194

Registered Office : 115, G.V.M.M. Estate, Odhav Road, Odhav, Ahmedabad - 382415. Gujarat, INDIA.
Ph.: +91-79-22901078 Fax : +91-79-22901077 | www.aiaengineering.com, E-mail : ric@aiaengineering.com

Tushar M. Vora

B.Com., LLB. (SPL.), F.C.S.

TUSHAR VORA & ASSOCIATES

Company Secretaries

Date: 16th November, 2024

To,

The Chairperson

AIA Engineering Limited,

115, G V M M Estate,

Odhav Road, Odhav,

Ahmedabad-382415

[CIN: L29259GJ1991PLC015182]

Subject: Scrutinizer's Report on Postal Ballot Process conducted pursuant to the provisions of Section(s) 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and in terms of various General Circulars issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars") and the Securities and Exchange Board of India (the "SEBI Circulars")

Dear Sir/Madam,

Pursuant to the circular resolution passed by the Board of Directors of AIA Engineering Limited ("**the Company**") on 13th September, 2024, I, Tushar M Vora, Proprietor, Tushar Vora & Associates, Company Secretaries, Ahmedabad, was appointed as Scrutinizer to receive, process and scrutinize the Postal Ballot Process through remote e-voting process, in a fair and transparent manner pursuant to provisions of Section(s) 110 & 108 of the Companies Act, 2013 (hereinafter referred to as '**Act**') read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and in accordance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 ("**SEBI LODR Regulations**") and amendments made thereto, including the MCA Circulars, with regard to resolutions mentioned in the postal ballot notice dated 13th September, 2024, to be passed by the members of the Company only through remote e-Voting facility provided by Central Depository Services (India) Limited ("**CDSL**"/"**Agency**"), an authorized agency to provide Remote e-Voting Facility.



Responsibility of the Management

The management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of the Companies Act, 2013, and the rules made thereunder and the stock exchange listing regulations and the rules and regulations relating to voting by electronic means for special / ordinary resolutions stated in postal ballot notice dated September 13, 2024.

Responsibility as Scrutinizer

My responsibility as scrutinizer for the postal ballot through remote e-voting process is restricted to make a scrutinizer report on the votes cast in "favour" and "against" the resolution set out in the postal ballot Notice dated September 13, 2024 based on the reports generated from the e-voting system provided by CDSL, the authorized agency engaged by the Company for providing e-voting facility.

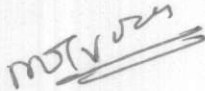
1. In connection with the above referred matter, I submit my report as under:

- (a) the requisite notice pursuant to Section 110 of the Act along with draft of the Resolution and Explanatory Statement as required under Section 102 of the Act read with the SEBI Regulations in electronic form was served to the members of the Company, whose names appeared in the Register of Members / List of Beneficial Owners as on Friday, October 11, 2024 (hereinafter called as "**Cut-Off Date**");
- (b) the physical copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not sent to the shareholders for this Postal Ballot in view of exemptions provided under the MCA Circulars; and
- (c) the shareholders were required to communicate their assent or dissent through the remote e-voting system only.

1.2 The Company had completed the dispatch of Postal Ballot Notice by email to all its shareholders on 15th October, 2024 whose names appear on the Register of Members / List of Beneficial Owners on Cut-Off Date and who have registered their email addresses with the Company or Depository / Depository Participants.



- 1.3 In order to facilitate those members who had not registered their e-mail address and for those members who are holding their shares in physical form, to cast their votes electronically, the Company has provided email address of the Company and RTA to get their e-mail registered with the RTA / Company so that they could also participate in the e-voting facility.
- 1.4 In Compliance with the provisions of Rule 20(4) and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and in accordance with the MCA Circulars, the Company had published post-dispatch (regarding completion of dispatch of Postal Ballot notice) advertisements in English and Gujarati Daily "Financial Express" (Ahmedabad Edition) on October 16, 2024.
- 1.5 The e-voting period commenced on October 17, 2024 (09.00 A.M.) to November 15, 2024 (5.00 P.M.). The votes cast were unblocked on November 16, 2024 in the presence of two witnesses, Ms. Meena Vora and Ms. Khushbu Vora who were not in the employment of the Company. They have signed below in confirmation of votes being unblocked in their presence.



Meena Vora



Khushbu Vora

- 1.6 Thereafter, the details containing *inter alia*, list of equity shareholders, who voted "for" , "against" to each of the resolutions that were put to vote , were generated from the e-voting website of Central Depository Services (India) Limited (CDSL), i.e. www.evotingindia.com and based such reports generated, the result of e-voting is as under:



Item No. 1 – Special Resolution

Resolution : Appointment of Mr. Piyush B. Shah (DIN: 00155760) as an Independent Director of the Company for a period of Five Years.

(I) Voted in favour of resolution:

| | No. of shareholders | No. of Votes | % of total valid votes cast |
|------------------------------------|---------------------|--------------|-----------------------------|
| Postal Ballot [Remote e-voting] | 424 | 88732158 | 99.99 |

(II) Voted against the resolution:

| | No. of shareholders | No. of Votes | % of total valid votes cast |
|------------------------------------|---------------------|--------------|-----------------------------|
| Postal Ballot [Remote e-voting] | 5 | 10997 | 0.01 |

(III) Invalid Votes

| Total number of members whose votes were declared invalid | Number of Votes |
|---|-----------------|
| Nil | Nil |

(IV) One member abstained from voting on this resolution.

Item No. 2 – Ordinary Resolution

Resolution : Appointment of Mr. Sanjay Shaileshbhai Majmudar (DIN: 00091305) as a Non-Executive, Non-Independent Director of the Company, liable to retire by rotation.

(I) Voted in favour of resolution:

| | No. of shareholders | No. of Votes | % of total valid votes cast |
|------------------------------------|---------------------|--------------|-----------------------------|
| Postal Ballot [Remote e-voting] | 347 | 87651466 | 98.77 |



(II) Voted against the resolution:

| | No. of shareholders | No. of Votes | % of total valid votes cast |
|------------------------------------|---------------------|--------------|-----------------------------|
| Postal Ballot [Remote e-voting] | 88 | 1091689 | 1.23 |

(III) Invalid Votes

| Total number of members whose votes were declared invalid | Number of Votes |
|---|-----------------|
| Nil | Nil |

(IV) One member abstained from voting on this resolution.

Item No. 3 – Special Resolution

Resolution : Appointment of Mr. Rajendra Shantilal Shah (DIN: 00061922) as a Non-Executive, Non-Independent Director of the Company, liable to retire by rotation.

(I) Voted in favour of resolution:

| | No. of shareholders | No. of Votes | % of total valid votes cast |
|------------------------------------|---------------------|--------------|-----------------------------|
| Postal Ballot [Remote e-voting] | 352 | 87693847 | 98.82 |

(II) Voted against the resolution:

| | No. of shareholders | No. of Votes | % of total valid votes cast |
|------------------------------------|---------------------|--------------|-----------------------------|
| Postal Ballot [Remote e-voting] | 84 | 1049313 | 1.18 |

(III) Invalid Votes

| Total number of members whose votes were declared invalid | Number of Votes |
|---|-----------------|
| Nil | Nil |

(IV) No member abstained from voting on this resolution.



Tushar M. Vora

B.Com., LLB. (SPL.), F.C.S.

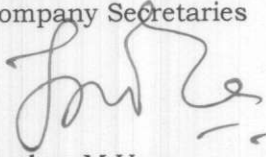
TUSHAR VORA & ASSOCIATES

Company Secretaries

Notes:

1. A list of Equity shareholders who voted "FOR", "AGAINST" the resolutions through Remote E-voting through Postal Ballot has been handed over to the Company Secretary.
2. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to Mr. S. N. Jetheliya, Company Secretary for preserving safely.

For Tushar Vora & Associates,
Company Secretaries



Tushar M Vora
Proprietor
Membership No: F3459
Certificate of Practice No: 1745
UDIN: F003459F002247789



Date: November 16, 2024
Place: Ahmedabad

| | |
|---|--|
| Name of Company | AIA Engineering Limited |
| Date of the AGM | Not Applicable (Resolutions passed through Postal Ballot on 15 th November, 2024) |
| Total number of shareholders on record date: (being the cut-off date for determining shareholders entitled to vote – 11 th October, 2024) | 51,258 |
| No. of shareholders present in the meeting either in person or through proxy: | |
| Promoters and Promoter Group | Not Applicable |
| Public | (Resolutions passed through Postal Ballot) |
| No. of Shareholders attended the meeting through Video Conferencing | |
| Promoters and Promoter Group | Not Applicable |
| Public | (Resolutions passed through Postal Ballot) |

Agenda Wise:

The mode of voting for all resolutions was e-voting and Poll conducted at the meeting.

| Sr. No. | Details of the Agenda | Resolution Required (Ordinary / Special) | Mode of voting (show of hands / Poll / Postal Ballot / e-voting) | Remarks |
|---------|--|--|--|---|
| 1. | Appointment of Mr. Piyush B. Shah (DIN: 00155760) as an Independent Director of the Company for a period of Five Years. | Special | E-voting | The resolution was passed with requisite majority |
| 2. | Appointment of Mr. Sanjay Shaileshbhai Majmudar (DIN: 00091305) as a Non-Executive, Non-Independent Director of the Company, liable to retire by rotation. | Ordinary | E-voting | The resolution was passed with requisite majority |
| 3. | Appointment of Mr. Rajendra Shantilal Shah (DIN: 00061922) as a Non-Executive, Non-Independent Director of the Company, liable to retire by rotation. | Special | E-voting | The resolution was passed with requisite majority |



AIA Engineering Limited

| Resolution Required :Special | | | 1 - Appointment of Mr. Piyush B. Shah (DIN: 00155760) as an Independent Director of the Company for a period of Five Years. | | | | | | |
|---|----------------|--------------------|---|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|----------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | | |
| 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 | No. of votes Invalid |
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 | [8] |
| Promoter and Promoter Group | E-Voting | 54588377 | 54588372 | 100.0000 | 54588372 | 0 | 100.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 54588372 | 100.0000 | 54588372 | 0 | 100.0000 | 0.0000 | 0 |
| Public Institutions | E-Voting | 36283232 | 34085271 | 93.9422 | 34074297 | 10974 | 99.9678 | 0.0322 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 34085271 | 93.9422 | 34074297 | 10974 | 99.9678 | 0.0322 | 0 |
| Public Non Institutions | E-Voting | 2448761 | 69512 | 2.8387 | 69489 | 23 | 99.9669 | 0.0331 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 69512 | 2.8387 | 69489 | 23 | 99.9669 | 0.0331 | 0 |
| Total | | 93320370 | 88743155 | 95.0952 | 88732158 | 10997 | 99.9876 | 0.0124 | 0 |



AIA Engineering Limited

| Resolution Required :Ordinary | | | 2 - Appointment of Mr. Sanjay Shaileshbhai Majmudar (DIN: 00091305) as a Non-Executive, Non-Independent Director of the Company, liable to retire by rotation. | | | | | | |
|---|----------------|--------------------|--|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|----------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | | |
| 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 | No. of votes Invalid |
| | | [1] | [2] | [3]={([2]/[1])*100 | [4] | [5] | [6]={([4]/[2])*100 | [7]={([5]/[2])*100 | [8] |
| Promoter and Promoter Group | E-Voting | 54588377 | 54588372 | 100.0000 | 54588372 | 0 | 100.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 54588372 | 100.0000 | 54588372 | 0 | 100.0000 | 0.0000 | 0 |
| Public Institutions | E-Voting | 36283232 | 34085271 | 93.9422 | 32993682 | 1091589 | 96.7975 | 3.2025 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 34085271 | 93.9422 | 32993682 | 1091589 | 96.7975 | 3.2025 | 0 |
| Public Non Institutions | E-Voting | 2448761 | 69512 | 2.8387 | 69412 | 100 | 99.8561 | 0.1439 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 69512 | 2.8387 | 69412 | 100 | 99.8561 | 0.1439 | 0 |
| Total | | 93320370 | 88743155 | 95.0952 | 87651466 | 1091689 | 98.7698 | 1.2302 | 0 |



AIA Engineering Limited

| Resolution Required :Special | | | 3 - Appointment of Mr. Rajendra Shantilal Shah (DIN: 00061922) as a Non-Executive, Non-Independent Director of the Company, liable to retire by rotation. | | | | | | |
|---|----------------|--------------------|---|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|----------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | | |
| 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 | No. of votes Invalid |
| | | [1] | [2] | $[3]=\{[2]/[1]\} * 100$ | [4] | [5] | $[6]=\{[4]/[2]\} * 100$ | $[7]=\{[5]/[2]\} * 100$ | [8] |
| Promoter and Promoter Group | E-Voting | 54588377 | 54588372 | 100.0000 | 54588372 | 0 | 100.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 54588372 | 100.0000 | 54588372 | 0 | 100.0000 | 0.0000 | 0 |
| Public Institutions | E-Voting | 36283232 | 34085271 | 93.9422 | 33036011 | 1049260 | 96.9217 | 3.0783 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 34085271 | 93.9422 | 33036011 | 1049260 | 96.9217 | 3.0783 | 0 |
| Public Non Institutions | E-Voting | 2448761 | 69517 | 2.8389 | 69464 | 53 | 99.9238 | 0.0762 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 69517 | 2.8389 | 69464 | 53 | 99.9238 | 0.0762 | 0 |
| Total | | 93320370 | 88743160 | 95.0952 | 87693847 | 1049313 | 98.8176 | 1.1824 | 0 |

