

September 28, 2020

Ref: 532509 BSE Limited Department of Corporate Services P. J. Towers, 25th Floor, Dalal Street, Mumbai- 400 001	Ref: SUPRAJIT National Stock Exchange of India Ltd Exchange Plaza, C-1, Block-G, Bandra Kurla Complex, Bandra (E) Mumbai- 400 051
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Dear Sir / Madam,

Sub: 35th Annual General Meeting -Voting Results and Scrutinizer's Report

Pursuant to the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results and Scrutinizer's Report on the Resolutions passed by the Members at the Thirty Fifth Annual General Meeting ('AGM') of the Company held on September 26, 2020. All the Resolutions were passed with requisite majority.

Further, pursuant to provisions of Section 108 of the Companies Act, 2013 and Rules made there under, the result of the voting is being hosted on the website of the Company and CDSL.

Please take the same on your records.

Thanking you,
Yours faithfully,
For Suprajit Engineering Limited



Medappa Gowda J
CFO & Company Secretary

Encl: as above

General information about company	
Scrip code	532509
NSE Symbol	SUPRAJIT
MSEI Symbol	NA
ISIN	INE399C01030
Name of the company	SUPRAJIT ENGINEERING LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	26-09-2020
Start time of the meeting	02:30 PM
End time of the meeting	02:58 PM



Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements and other documents for the Financial Year 2019-20				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	62339220	62339220	100	62339220	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		62339220	62339220	100	62339220	0	100
Public-Institutions	E-Voting	21800482	20029399	91.8759	20029399	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		21800482	20029399	91.8759	20029399	0	100
Public- Non Institutions	E-Voting	55732771	5007049	8.984	5006992	57	99.9989	0.0011
	Poll							
	Postal Ballot (if applicable)							
	Total		55732771	5007049	8.984	5006992	57	99.9989
Total		139872473	87375668	62.4681	87375611	57	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. K. Ajithn Kumar Rai (DIN: 01160327) Director who retires who retires by rotation and being eligible, offers himself 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	62339220	62339220	100	62339220	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		62339220	62339220	100	62339220	0	100
Public-Institutions	E-Voting	21800482	20029399	91.8759	20019959	9440	99.9529	0.0471
	Poll							
	Postal Ballot (if applicable)							
	Total		21800482	20029399	91.8759	20019959	9440	99.9529
Public- Non Institutions	E-Voting	55732771	5007049	8.984	5006587	462	99.9908	0.0092
	Poll							
	Postal Ballot (if applicable)							
	Total		55732771	5007049	8.984	5006587	462	99.9908
Total		139872473	87375668	62.4681	87365766	9902	99.9887	0.0113
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(3)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To confirm the payment of the first interim dividend of Re.0.75 (75%) and Second Interim Dividend of Rs.1.00 (100%) and confirm the same as Final Dividend for the Financial Year 2019-20.					
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	62339220	62339220	100	62339220	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		62339220	62339220	100	62339220	0	100
Public- Institutions	E-Voting	21800482	20029399	91.8759	20029399	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		21800482	20029399	91.8759	20029399	0	100
Public- Non Institutions	E-Voting	55732771	5007049	8.984	5006992	57	99.9989	0.0011
	Poll							
	Postal Ballot (if applicable)							
	Total		55732771	5007049	8.984	5006992	57	99.9989
Total		139872473	87375668	62.4681	87375611	57	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



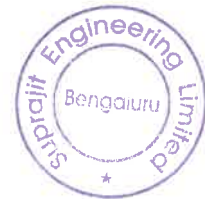
Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. Akhilesh Rai (DIN: 07982469) as Director of the Company				
Category	Mode of voting	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	62339220	62339220	100	62339220	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		62339220	62339220	100	62339220	0	100
Public- Institutions	E-Voting	21800482	20029399	91.8759	20029399	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		21800482	20029399	91.8759	20029399	0	100
Public- Non Institutions	E-Voting	55732771	5007049	8.984	5006992	57	99.9989	0.0011
	Poll							
	Postal Ballot (if applicable)							
	Total		55732771	5007049	8.984	5006992	57	99.9989
Total		139872473	87375668	62.4681	87375611	57	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr K. Akhilesh Rai (DIN: 07982469) as Wholetime Director and Chief Strategy Officer				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	62339220	62339220	100	62339220	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		62339220	62339220	100	62339220	0	100
Public- Institutions	E-Voting	21800482	20029399	91.8759	20029399	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		21800482	20029399	91.8759	20029399	0	100
Public- Non Institutions	E-Voting	55732771	5007049	8.984	5006992	57	99.9989	0.0011
	Poll							
	Postal Ballot (if applicable)							
	Total		55732771	5007049	8.984	5006992	57	99.9989
Total		139872473	87375668	62.4681	87375611	57	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. Harish Hassan Viswesara (DIN: 08742808) as an Independent Director of the Company				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	62339220	62339220	100	62339220	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		62339220	62339220	100	62339220	0	100
Public-Institutions	E-Voting	21800482	20029399	91.8759	20029225	174	99.9991	0.0009
	Poll							
	Postal Ballot (if applicable)							
	Total		21800482	20029399	91.8759	20029225	174	99.9991
Public- Non Institutions	E-Voting	55732771	5007049	8.984	5006517	532	99.9894	0.0106
	Poll							
	Postal Ballot (if applicable)							
	Total		55732771	5007049	8.984	5006517	532	99.9894
Total		139872473	87375668	62.4681	87374962	706	99.9992	0.0008
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To pay fees or compensation exceeding fifty percent (50%) of the total remuneration payable to all the Non-Executive Directors to Mr. Harish Hassan Viswesara (DIN: 08742808)				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	62339220	62339220	100	62339220	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		62339220	62339220	100	62339220	0	100
Public-Institutions	E-Voting	21800482	20029399	91.8759	2874909	17154490	14.3534	85.6466
	Poll							
	Postal Ballot (if applicable)							
	Total		21800482	20029399	91.8759	2874909	17154490	14.3534
Public- Non Institutions	E-Voting	55732771	5007049	8.984	5006101	948	99.9811	0.0189
	Poll							
	Postal Ballot (if applicable)							
	Total		55732771	5007049	8.984	5006101	948	99.9811
Total		139872473	87375668	62.4681	70220230	17155438	80.3659	19.6341
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the remuneration payable to Messrs GNV and Associates. Cost Accountants, Cost Auditors of the Company for the Financial Year 2020-21				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	62339220	62339220	100	62339220	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		62339220	62339220	100	62339220	0	100
Public-Institutions	E-Voting	21800482	20029399	91.8759	20029399	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		21800482	20029399	91.8759	20029399	0	100
Public- Non Institutions	E-Voting	55732771	5007049	8.984	5006875	174	99.9965	0.0035
	Poll							
	Postal Ballot (if applicable)							
	Total		55732771	5007049	8.984	5006875	174	99.9965
Total		139872473	87375668	62.4681	87375494	174	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



PARAMESHWAR G. BHAT

B.Com., LLB, ML, MBA, FCS

Company Secretary

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SCRUTINIZER'S REPORT

[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and the Companies
(Management & Administration) Rules, 2014]

To

Mr. K. Ajith Kumar Rai

Chairman of the 35th Annual General Meeting

Suprajit Engineering Limited

Plot No.100 & 101, Bommasandra Industrial Area,

Bengaluru - 560099

Dear Sir,

I, Parameshwar G. Bhat, Company Secretary in Whole-Time Practice (FCS No. 8860, CP No. 11004), having office at # 496/4, 2nd Floor, 10th Cross, Near Bashyam Circle, Sadashivanagar, Bengaluru - 560 080, duly appointed as Scrutinizer by Suprajit Engineering Limited ('the Company') for the purpose of scrutinizing the e-voting prior to the AGM ('remote e-voting') and electronic voting ('e-voting') at the 35th Annual General Meeting held on Saturday, September 26, 2020 at 2.30 pm IST held through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), pursuant to Sections 108 and 109 of the Companies Act, 2013 (the Act), read with Rules 20 and 21 of the Companies (Management & Administration) Rules, 2014 (the Rules) as amended from time to time and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations), hereby furnish my Report to you.

The notice dated June 12, 2020, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with Circular No.14/2020 dated April 8, 2020 and Circular No. 17/2020 dated April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.

The Management of the Company is responsible to ensure compliance of the requirements of the Companies Act, 2013 and Rules made there under relating to voting through remote e-voting and e-voting at the Annual General Meeting for the resolutions proposed in the Notice of 35th Annual General Meeting. My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and e-



voting at the AGM are conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for the votes casts in "favour" or "against" the resolutions proposed in the Notice convening the 35th Annual General Meeting of the Company.

The e-voting facility both for remote e-voting and e-voting at the AGM were provided by Central Depository Services Limited (CDSL).

In terms of the aforesaid Notice and as per the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the remote e-voting was kept open for Four days from 22nd September, 2020 (9.00 A.M. IST) till 25th September, 2020 (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.

After declaration of voting by the Chairman, the Shareholders present at the AGM through VC/OAVM voted through e-voting facility at the AGM provided by CDSL at the AGM.

The Members holding Equity Shares as on the "cut-off date" i.e., 19th September, 2020 were entitled to vote on the Resolutions proposed in the Notice calling the 35th Annual General Meeting.

At the end of the voting period on 25th September, 2020 (5.00 P.M. IST), the voting portal of CSDL was blocked forthwith.

After the conclusion of e-voting at the AGM, the votes cast under remote e-voting and votes cast through e-voting at the AGM were unblocked on 26th September, 2020, in presence of Mr. S.R.Ravinand and Mr. Ajith Sharma who acted as witnesses as prescribed under sub-rule 3(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and thereafter the votes cast there under were counted.

Thereafter, the details containing *inter alia*, the list of the members, who voted "for" or "against" each of the resolution that were put to vote, were derived from the report generated from the e-voting portal of CSDL i.e. www.evotingindia.com and based on such reports

- a. 139 (folio wise) members have cast their votes through remote e-voting.
- b. 5 (folio wise) members have cast their votes through e-voting at the Annual General Meeting.

The brief analysis of the results of the remote e-voting and e-voting at the Annual General Meeting are as under:



ORDINARY BUSINESS:

Item No.1: Adoption of Financial Statements for the year ended March 31, 2020 and the Reports of the Board of Directors and Auditors thereon:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	137	87373441	4	2170	141	87375611	100
Dissent	1	1	1	56	2	57	0.00
Total	138	87373442	5	2226	143	87375668	100
Abstained / Invalid	1	175	Nil	Nil	1	175	NA

Item No. 2: Appointment of Mr. K. Ajith Kumar Rai (holding DIN: 01160327), Director who retires by rotation and being eligible, offers himself for re-appointment:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	133	87363596	4	2170	137	87365766	99.99
Dissent	5	9846	1	56	6	9902	0.1
Total	138	87373442	5	2226	143	87375668	100
Abstained / Invalid	1	175	Nil	Nil	1	175	NA



Item No. 3: Confirmation of payment of First Interim Dividend of Re. 0.75 (75%) and Second Interim Dividend of Re. 1.00 (100%) and confirm the same as Final Dividend for the financial year 2019-20:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	137	87373441	4	2170	141	87375611	100
Dissent	1	1	1	56	2	57	0.00
Total	138	87373442	5	2226	143	87375668	100
Abstained / Invalid	1	175	Nil	Nil	1	175	NA

SPECIAL BUSINESS:

Item No. 4: Appointment of Mr. Akhilesh Rai (holding DIN: 07982469) as Director of the Company:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	137	87373441	4	2170	141	87375611	100
Dissent	1	1	1	56	2	57	0.00
Total	138	87373442	5	2226	143	87375668	100
Abstained / Invalid	1	175	Nil	Nil	1	175	NA



Item No. 5: Appointment of Mr. Akhilesh Rai (holding DIN: 07982469) as Whole Time Director and Chief Strategy Officer:

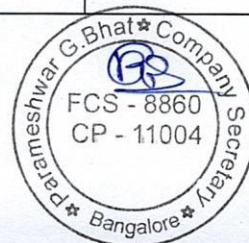
Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	137	87373441	4	2170	141	87375611	100
Dissent	1	1	1	56	2	57	0.00
Total	138	87373442	5	2226	143	87375668	100
Abstained / Invalid	1	175	Nil	Nil	1	175	NA

Item No. 6: Appointment of Mr. Harish Hassan Visweswara (holding DIN: 08742808) as an Independent Director of the Company:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	134	87372792	4	2170	139	87374962	99.999
Dissent	4	650	1	56	5	706	0.0008
Total	138	87373442	5	2226	144	87375668	100
Abstained / Invalid	1	175	Nil	Nil	1	175	NA



Item No. 7: Paying fee and compensation exceeding fifty percent (50%) of the total remuneration payable to all the Non-Executive Directors to Mr. Harish Hassan Visweswara (DIN: 08742808):

Special Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	113	70218060	4	2170	118	70220230	80.37
Dissent	25	17155382	1	56	26	17155438	19.63
Total	138	87373442	5	2226	144	87375668	100
Abstained / Invalid	1	175	Nil	Nil	1	175	NA

Item No. 8: Ratifying the remuneration payable to Messrs G N V and Associates, Cost Accountants, Cost Auditors of the Company for the financial year 2020-21:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	135	87373324	4	2170	140	87375494	100
Dissent	3	118	1	56	4	174	0.0001
Total	138	87373442	5	2226	144	87375668	100
Abstained / Invalid	1	175	Nil	Nil	1	175	NA

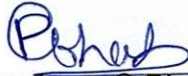


The vote cast by the Body Corporate where the resolution/POA is not available has been taken as invalid.

Based on the foregoing, the Resolution Nos. from 1 to 8 in respect of 35th Annual General Meeting may be deemed to have been **passed by requisite majority**.

All the relevant records relating to remote e-voting and e-voting are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely.

Thanking You
Yours Sincerely



Parameshwar G. Bhat
Company Secretary

Membership No.: FCS No.: 8860


CP No.: 11004

UDIN: F008860B000782369

Date: 28.09.2020

Place: Bangalore

Witnesses:


S.R. Ravinand
Ajith Sharma