

27th March, 2021

The Manager-Listing
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

The Manager- Listing
National Stock Exchange of India Ltd.,
Exchange Plaza, Bandra-Kurla Complex
Bandra (E)
Mumbai-400051

BSE Code-526576

NSE Code-TECHIN

Sub: Summary of Proceedings of Extraordinary General Meeting (“EGM”) of the Company held on Saturday, 27th March, 2021 and Voting Results with Scrutinizers Report of remote e-voting.

Ref: Regulation 30 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. (“Listing Regulations”).

Dear Sir/Madam,

We informed you that the EGM of the Members of the Company held today on 27th March 2021 at 11:00 a.m. via video conferencing/other audio visual means.

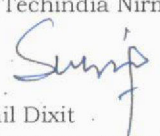
In this regards, please find the following:

| | | |
|----|--|--------------|
| 1. | Proceedings of EGM held on 27 th March 2021 pursuant to Regulation 30 of the Listing Regulations. | Annexure-I |
| 2. | Voting Results of the EGM pursuant to Regulation 44(3) of the SEBI Listing Obligation and Disclosure Requirement), Regulations 2015. | Annexure-II |
| 3. | Scrutinizers Report, pursuant to Section 108 of the Companies Act, 2013 on remote e voting. | Annexure-III |

This is for your information and records.

Thanking You.

Sincerely,
For Techindia Nirman Limited


Sunil Dixit
Chief Financial Officer

TECHINDIA NIRAMAN LIMITED

| A) DETAILS OF THE PROCEEDINGS OF THE MEETING | | |
|---|---|--|
| Sr. No. | Particulars | Details |
| 1 | Date of the EGM | Extraordinary General Meeting Saturday, 27 th March 2021 |
| 2 | No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public: | Not applicable |
| 3 | No. of Shareholders attended the meeting through Video Conferencing (excluding webcast): Promoters and Promoter Group: Public: | 04 30 |



PROCEEDINGS OF EXTRORDINARY GENERAL MEETING HELD ON SATURDAY
27THMARCH 2021.


1. Date and Time of the Meeting:

The Extraordinary General Meeting (EGM) of Techindia Nirman Limited was held on Saturday, 27th March, 2021 at 11.00 A.M through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

2. Proceeding in brief:

- Mr. Satish Kagliwal, chairman of the meeting chaired the proceedings of the meeting.
- At 11:00 AM the requisite quorum being not present the meeting is adjourned for 30 minute.
- Subsequently the requisite quorum being present the chairman called the meeting to order.
- Directors, Statutory Auditors, Secretarial Auditors, and KMP's were present in Meeting
- The Chairman informed that the Meeting is being held through Video Conferencing (VC) / Other Audio Visual Means (OAVM) as per the provisions of the Companies Act, 2013 and circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.
- The Chairman informed that remote e-voting commenced at 09:00 A.M. on Wednesday, March 24, 2021 and concluded at 5:00 P.M. on Friday, March 26, 2021.
- The following businesses as set out in the Notice convening the Extraordinary General Meeting were earlier put to vote through remote e-voting. The e-voting was again opened for the Members who were present in the Meeting and who did not cast their vote earlier.

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Special Business:

I. RECLASSIFICATION OF AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION OF MEMORANDUM OF ASSOCIATION.

Reclassification of the Authorised Share Capital of the Company from Rs. 26,00,00,000/- (Rupees Twenty Six Crores Only) consisting of 2,47,00,000 (Two Crore Fourty Seven Lakhs) Equity Shares of Rs.10/-each and 1,30,000 (One Lakh Thirty Thousand) Preference Shares of Rs.100/- each to Rs. 26,00,00,000/- (Rupees Twenty Six Crores Only) consisting of 2,37,00,000 (Two Crore Thirty Seven Lakhs) Equity Shares of Rs.10/-each and 2,30,000 (Two Lakh Thirty Thousand) Preference Shares of Rs.100/- each.

II. ISSUE, OFFER AND ALLOT 0% NON-CONVERTIBLE REDEEMABLE PREFERENCE SHARES TO ASHU FARMS LLP AND TINGLI FINVEST PRIVATE LIMITED, PROMOTER AND PROMOTER GROUP ON PRIVATE PLACEMENT BASIS.

The Company to issue and allot, in one or more tranches, 78,000 (Seventy Eight Thousand) Non-Convertible Redeemable Preference Shares of nominal value of Rs. 100/- each ("NCRPS"), aggregating up to Rs. 78,00,000 (Rupees Seventy Eight Lakhs Only) at par to Ashu Farms LLP and Tingli Finvest Private Limited, Promoter and Promoter Group, on a private placement basis, proposed to be utilized towards redemption of existing Redeemable Preference Shares of the Company, and other business purpose of the Company.

3. Scrutinizer.

The Board of Directors had appointed Mrs. Neha p Agrawal, Practicing Company Secretary, as the Scrutinizer to supervise the e- voting.

4. Voting by Members.


All the resolutions set out in Notice calling the EGM were passed with the requisite majority

Results of e-voting are being disseminated to the stock exchange and also being uploaded on the website of the Company.

This is for your information and records.

Thanking You.

Yours Faithfully
For Techindia Nirman Limited


Sunil Dixit
Chief Financial Officer



| Resolution (1) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | RECLASSIFICATION OF AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION OF MEMORANDUM OF ASSOCIATION. | | | | |
| 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 | | 4592425 | 100.0000 | 4592425 | 0 | 100.0000 | 0.0000 |
| | Poll | 4592425 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 4592425 | 4592425 | 100.0000 | 4592425 | 0 | 100.0000 | 0.0000 |
| Public-Institutions | E-Voting | | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | 0 | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 0 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | | 103843 | 100.0000 | 103553 | 290 | 99.7207 | 0.2793 |
| | Poll | 103843 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 103843 | 103843 | 100.0000 | 103553 | 290 | 99.7207 | 0.2793 |
| Total | | 4696268 | 4696268 | 100.0000 | 4695978 | 290 | 99.9938 | 0.0062 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |

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| Resolution (2) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | ISSUE, OFFER AND ALLOT 0% NON-CONVERTIBLE REDEEMABLE PREFERENCE SHARES TO ASHU FARMS LLP AND TINGLI FINVEST PRIVATE LIMITED, PROMOTER AND PROMOTER GROUP ON PRIVATE PLACEMENT BASIS. | | | | |
| 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 | | 4592425 | 100.0000 | 4592425 | 0 | 100.0000 | 0.0000 |
| | Poll | 4592425 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 4592425 | 4592425 | 100.0000 | 4592425 | 0 | 100.0000 | 0.0000 |
| Public-Institutions | E-Voting | | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | 0 | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 0 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | | 103843 | 100.0000 | 102553 | 1290 | 98.7577 | 1.2423 |
| | Poll | 103843 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 103843 | 103843 | 100.0000 | 102553 | 1290 | 98.7577 | 1.2423 |
| Total | | 4696268 | 4696268 | 100.0000 | 4694978 | 1290 | 99.9725 | 0.0275 |
| Whether resolution is Pass or Not. | | | | | | Yes | | |





NEHA P. AGRAWAL

Practicing Company Secretary
Address: Flat No. B - 3, Kalyani Gurmukh
Heights, Behind SSC Board, Osmanpura,
Aurangabad - 431 005
Ph No. 0240 2333432, 9422706625
Email Id: - nehapagrawal@gmail.com,

SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act, 2013, and Rule 20 (4) (Xii) of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman of Extraordinary General Meeting
Techindia Nirman Limited,
Nath House, nath road
Aurangabad-431005

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the Extraordinary General Meeting of Techindia Nirman Limited held on Saturday, March 27, 2021 at 11:00 a.m. through video conferencing ('VC') / other audio visual means ('OAVM').

I Neha P Agrawal, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of TECHINDIA NIRMAN LIMITED pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the Extraordinary General Meeting of Techindia Nirman Limited held on Saturday, March 27, 2021 at 11:00 a.m. through video conferencing ('VC') / other audio visual means ('OAVM').

I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the said EGM.

The notice dated March 04, 2021, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the EGM 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 circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.



NEHA P. AGRAWAL

Practicing Company Secretary
Address: Flat No. B - 3, Kalyani Gurmukh
Heights, Behind SSC Board, Osmanpura,
Aurangabad - 431 005
Ph No. 0240 2333432, 9422706625
Email Id: - nehapagrawal@gmail.com,

The Company had availed the e-voting facility offered by National Securities Depository Limited (“NSDL”) for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Wednesday, March 24, 2021 (9:00 a.m. IST) and ended on Friday, March 26, 2021 (5:00 p.m. IST) and the NSDL e-voting platform was blocked thereafter.

The Company had also provided remote e-voting facility to the shareholders present at the EGM through VC / OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the “cut-off” date of Saturday, March 20, 2021 were entitled to vote on the resolutions as contained in the Notice of the EGM.

After the closure of remote e-voting at the EGM, the report on voting done at the EGM and the votes cast under remote e-voting facility prior to the EGM were unblocked and were counted.

I have scrutinized and reviewed the remote e-voting prior and during the EGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

I now submit my consolidated Report as under on the result of the remote e-voting in respect of the said resolutions

A) Item No-1

Special Resolution

RECLASSIFICATION OF AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION OF MEMORANDUM OF ASSOCIATION.

Reclassification of the Authorised Share Capital of the Company from Rs. 26,00,00,000/- (Rupees Twenty Six Crores Only) consisting of 2,47,00,000 (Two Crore Fourty Seven Lakhs) Equity Shares of Rs.10/-each and 1,30,000 (One Lakh Thirty Thousand) Preference Shares of Rs.100/- each **to** Rs. 26,00,00,000/- (Rupees Twenty Six Crores Only) consisting of 2,37,00,000 (Two Crore Thirty Seven Lakhs) Equity Shares of Rs.10/-each and 2,30,000 (Two Lakh Thirty Thousand) Preference Shares of Rs.100/- each.



NEHA P. AGRAWAL

Practicing Company Secretary
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Heights, Behind SSC Board, Osmanpura,
Aurangabad - 431 005
Ph No. 0240 2333432, 9422706625
Email Id: - nehapagrawal@gmail.com,

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(i) Votes in favour of Resolution

| No of members | No of Votes cast by them | % of the total number of valid votes cast |
|---------------|--------------------------|---|
| 39 | 4695978 | 99.99 |

(ii) Votes against the resolution

| No of members | No of Votes cast by them | % of the total number of valid votes cast |
|---------------|--------------------------|---|
| 2 | 290 | 0.01 |

(iii) Invalid votes

| No of members | No of Votes cast by them | % of the total number of valid votes cast |
|---------------|--------------------------|---|
| 0 | 0 | 0 |

B) Item No-2

ISSUE, OFFER AND ALLOT 0% NON-CONVERTIBLE REDEEMABLE PREFERENCE SHARES TO ASHU FARMS LLP AND TINGLI FINVEST PRIVATE LIMITED, PROMOTER AND PROMOTER GROUP ON PRIVATE PLACEMENT BASIS.

The Company to issue and allot, in one or more tranches, 78,000 (Seventy Eight Thousand) Non-Convertible Redeemable Preference Shares of nominal value of Rs. 100/- each ("**NCRPS**"), aggregating up to Rs. 78,00,000 (Rupees Seventy Eight Lakhs Only) at par to Ashu Farms LLP and Tingli Finvest Private Limited, Promoter and Promoter Group, on a private placement basis, proposed to be utilized towards redemption of existing Redeemable Preference Shares of the Company, and other business purpose of the Company.

(i) Votes in favour of Resolution

| No of members | No of Votes cast by them | % of the total number of valid votes cast |
|---------------|--------------------------|---|
| 38 | 4694978 | 99.98 |

(ii) Votes against the resolution

| No of members | No of Votes cast by them | % of the total number of valid votes cast |
|---------------|--------------------------|---|
| 3 | 1290 | 0.03 |



NEHA P. AGRAWAL

Practicing Company Secretary

Address: Flat No. B - 3, Kalyani Gurmukh Heights, Behind SSC Board, Osmanpura, Aurangabad - 431 005

Ph No. 0240 2333432, 9422706625

Email Id: - nehapagrawal@gmail.com,

(iii) Invalid votes

| No of members | No of Votes cast by them | % of the total number of valid votes cast |
|---------------|--------------------------|---|
| 0 | 0 | 0 |

Thanking You,
Yours Faithfully,

NEHA
PUNIT
AGRAWAL

Digitally signed by
NEHA PUNIT
AGRAWAL
Date: 2021.03.27
15:21:06 +05'30'

Neha P Agrawal
Practicing Company Secretary
Membership No- 7350
CP No-8048

Place: Aurangabad
Date: 27.03.2021
UDIN NO: F007350B004156704