

The BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai – 400 023 Scrip Code-532178	The National Stock Exchange of India Limited Exchange Plaza, 5th Floor Bandra Kurla Complex Bandra (East), Mumbai-400051 Symbol-ENGINEERSIN
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विषय: रिमोट ई-वोटिंग प्रक्रिया द्वारा पोस्टल बैलेट के परिणाम

Sub: Results of Postal Ballot by remote e-voting process

प्रिय महोदय/महोदया,
Dear Sir/Madam,

In terms of the provisions of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results and Scrutinizer's Report for the ordinary/special resolutions relating to appointment of Directors as set out in the notice of postal ballot dated 5th July, 2022.

The aforesaid resolutions have been passed by Members through postal ballot by remote e-voting process. The said resolutions are deemed to have been passed on the last date of e-voting i.e. on Thursday, 11th August, 2022.

The voting results and scrutinizer's Report are also available on the website of the Company at <https://engineersindia.com/investors/postal-ballot/>, website of the NSDL i.e. www.evoting.nsdl.com and displayed on the Notice Board of the company at its Registered Office.

कृपया उपरोक्त आपकी जानकारी एवं रिकॉर्ड के लिए है।
The above is for your kind information & records please.

धन्यवाद/Thanking you,

भवदीय/Very truly yours,

नरेंद्र कुमार/ Narendra Kumar
अनुपालन अधिकारी/Compliance Officer

Encl: As above /संलग्नक: यथोक्त

ENGINEERS INDIA LIMITED - POSTAL BALLOT (13-07-2022 to 11-08-2022)

Total number of shareholders on record date: '303977' No. of Shares: '562042373'

No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group :	NA	No. of Shares:	NA
Public :	NA	No. of Shares:	NA

Detail of the Agenda:

Promoter/Public	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

1. To appoint Shri Sanjay Jindal [DIN: 09223617] as Director (Finance) of the Company

Ordinary Resolution

Promoter and Promoter Group	E-Voting		288458584	100.000	288458584	0	100.000	0.000
	Poll	288458584	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	288458584	288458584	100.000	288458584	0	100.000	0.000
Public – Institutional holders	E-Voting		89167422	80.196	83939918	5227504	94.137	5.863
	Poll	111186594	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	111186594	89167422	80.196	83939918	5227504	94.137	5.863
Public-Others	E-Voting		2379033	1.465	1831225	547808	76.974	23.026
	Poll	162397195	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	162397195	2379033	1.465	1831225	547808	76.974	23.026
GRAND TOTAL		562042373	380005039	67.611	374229727	5775312	98.480	1.520

2. To appoint Shri Dheeraj Kumar Ojha [DIN: 09639759] as Director (Government Nominee) of the Company

Ordinary Resolution

Promoter and Promoter Group	E-Voting		288458584	100.000	288458584	0	100.000	0.000
	Poll	288458584	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	288458584	288458584	100.000	288458584	0	100.000	0.000



Promoter/Public	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
Public – Institutional holders	E-Voting	111186594	89167422	80.196	83939918	5227504	94.137	5.863
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		89167422	80.196	83939918	5227504	94.137	5.863
Public-Others	E-Voting	162397195	2383547	1.468	1807581	575966	75.836	24.164
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		2383547	1.468	1807581	575966	75.836	24.164
GRAND TOTAL		562042373	380009553	67.612	374206083	5803470	98.473	1.527

3. To appoint Shri Harishkumar Madhusudan Joshi [DIN: 01201050] as Non-official Independent Director of the Company

Special Resolution

Promoter and Promoter Group	E-Voting	288458584	288458584	100.000	288458584	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		288458584	288458584	100.000	288458584	0	100.000
Public – Institutional holders	E-Voting	111186594	89167422	80.196	87335418	1832004	97.945	2.055
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		89167422	80.196	87335418	1832004	97.945	2.055
Public-Others	E-Voting	162397195	2380394	1.466	1752501	627893	73.622	26.378
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		2380394	1.466	1752501	627893	73.622	26.378
GRAND TOTAL		562042373	380006400	67.612	377546503	2459897	99.353	0.647

4. To appoint Shri Deepak Mhaskey [DIN: 09396329] as Non-official Independent Director of the Company

Special Resolution

Promoter and Promoter Group	E-Voting	288458584	288458584	100.000	288458584	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		288458584	288458584	100.000	288458584	0	100.000
Public – Institutional holders	E-Voting	111186594	89167422	80.196	64191614	24975808	71.990	28.010
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		89167422	80.196	64191614	24975808	71.990	28.010
Public-Others	E-Voting	162397195	2379788	1.465	1786884	592904	75.086	24.914
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		2379788	1.465	1786884	592904	75.086	24.914
GRAND TOTAL		562042373	380005794	67.612	354437082	25568712	93.271	6.729



Promoter/Public	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
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5. To appoint Dr. Prashant Vasantao Patil [DIN: 01398774] as Non-official Independent Director of the Company

Special Resolution

Promoter and Promoter Group	E-Voting	288458584	288458584	100.000	288458584	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		288458584	288458584	100.000	288458584	0	100.000
Public – Institutional holders	E-Voting	111186594	89167422	80.196	58072555	31094867	65.128	34.872
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		111186594	89167422	80.196	58072555	31094867	65.128
Public-Others	E-Voting	162397195	2380128	1.466	1765079	615049	74.159	25.841
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		162397195	2380128	1.466	1765079	615049	74.159
GRAND TOTAL		562042373	380006134	67.612	348296218	31709916	91.655	8.345

6. To appoint Smt. Karuna Gopal Vartakavi [DIN: 05304803] as Non-official Independent Director of the Company

Special Resolution

Promoter and Promoter Group	E-Voting	288458584	288458584	100.000	288458584	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		288458584	288458584	100.000	288458584	0	100.000
Public – Institutional holders	E-Voting	111186594	89167422	80.196	64191614	24975808	71.990	28.010
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		111186594	89167422	80.196	64191614	24975808	71.990
Public-Others	E-Voting	162397195	2377347	1.464	1765199	612148	74.251	25.749
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		162397195	2377347	1.464	1765199	612148	74.251
GRAND TOTAL		562042373	380003353	67.611	354415397	25587956	93.266	6.734

7. To appoint Shri Ravi Shanker Prasad Singh [DIN: 09260909] as Non-official Independent Director of the Company

Special Resolution

Promoter and Promoter Group	E-Voting	288458584	288458584	100.000	288458584	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		288458584	288458584	100.000	288458584	0	100.000
Public – Institutional holders	E-Voting	111186594	89167422	80.196	64191614	24975808	71.990	28.010
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000



Promoter/Public	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
	Total	111186594	89167422	80.196	64191614	24975808	71.990	28.010
Public-Others	E-Voting	162397195	2371417	1.460	1733707	637710	73.108	26.892
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		162397195	2371417	1.460	1733707	637710	73.108
	GRAND TOTAL	562042373	379997423	67.610	354383905	25613518	93.260	6.740

8. To appoint Shri Jai Prakash Tomar [DIN: 09401504] as Non-official Independent Director of the Company

Special Resolution

Promoter and Promoter Group	E-Voting	288458584	288458584	100.000	288458584	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		288458584	288458584	100.000	288458584	0	100.000
Public – Institutional holders	E-Voting	111186594	89167422	80.196	64191614	24975808	71.990	28.010
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		111186594	89167422	80.196	64191614	24975808	71.990
Public-Others	E-Voting	162397195	2373619	1.462	1744697	628922	73.504	26.496
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		162397195	2373619	1.462	1744697	628922	73.504
	GRAND TOTAL	562042373	379999625	67.610	354394895	25604730	93.262	6.738





AGARWAL S. & ASSOCIATES

COMPANY SECRETARIES

D-427, 2nd Floor, Ramphal Chowk,
(Backside of Goyalsons) Palam Extn
Sector 7, Dwarka, New Delhi-110075
Email Id: asacs2022@gmail.com
Phone: 011-45052182

Scrutinizer's Report

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended]

To,
The Chairman,
Engineers India Limited,
Engineers India Bhawan, 1, Bhikaji Cama Place,
New Delhi-110066.

Scrutinizer's Report on postal ballot voting by way of electronic means in respect of passing of the resolutions set-out in the notice dated 5th July, 2022 through Postal Ballot.

Dear Madam,

I, Sachin Agarwal, Company Secretary in practice and Partner, M/s. Agarwal S. & Associates, Practising Company Secretaries, Delhi (C.P. No. 5910) had been appointed as Scrutinizer by the Board of Directors of Engineers India Limited ("the Company") for the purpose of scrutinizing the Postal Ballot voting conducted by way of e-voting process ("e-voting") in a fair and transparent manner on the resolutions contained in the postal ballot notice dated 5th July, 2022 ("Notice") issued pursuant to Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014, ("Rules"), applicable Secretarial Standards issued by the Institute of Company Secretaries of India, General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021 and 3/2022 dated May 05, 2022 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), and Regulation(s) 17 & 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR, 2015"), approval of shareholders for appointment of a person on the Board of Directors is required to be taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, approval of the shareholders has been obtained through the process of said Postal Ballot.

The said appointment as Scrutinizer is under the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize the process of e-voting conducted for the postal ballot, using an electronic voting system on the dates referred to in the Notice.

Shukla



वर्तिका शुकला / Vartika Shukla
कम्पनी एवं प्रबंध निदेशक / Chairman & Managing Director
इंजीनियर्स इंडिया लिमिटेड / Engineers India Limited
(सार्वजनिक उपकरण का उपक्रम / A Govt. of India Undertaking)
1, भीकजी कामा प्लेस / 1, Bhikaji Cama Place
नई दिल्ली / New Delhi-110 066

1. Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolution contained in the Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

2. Scrutinizer's Responsibility

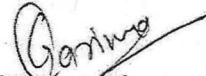
My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" by the members in respect of the resolutions contained in the Notice. My report is based on verification of data and reports generated from the voting system provided by National Securities Depository Limited (NSDL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and papers/ documents furnished to me electronically till the time fixed for closing of the e-voting process i.e. till Thursday, 11th August, 2022 at 5:00 p.m.

3. Cut-off Date

The Members of the Company as on the "cut-off" date as set out in the Notice i.e. Friday, 8th July, 2022 were entitled to vote on the resolutions set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

4. E-Voting Process

- i. The e-voting period remained open from Wednesday, 13th July, 2022 at 9:00 a.m. (IST) to Thursday, 11th August, 2022 at 5:00 p.m. (IST).
- ii. The votes cast during the e-voting were unblocked on Thursday, 11th August, 2022 after the conclusion of e-voting period for Postal Ballot and was witnessed by two witnesses, Ms. Garima Grover and Mr. Shailendra Singh, who are not in the employment of the Company and / or National Securities Depository Limited (NSDL). They have signed below in confirmation of the same.


(Witness 1)


(Witness 2)

- iii. Thereafter, the details containing, inter alia, the list of Members who voted "in favour" or "against" on the resolutions were generated from the e-voting website <https://www.evoting.nsdl.com>. Based on the report generated and relied upon by me, data on the e-voting was scrutinized.
5. I submit herewith the Scrutinizer's Report on the results of the e-voting for postal ballot, based on the report generated by National Securities Depository Limited, scrutinized and relied upon by me as under:


वर्तिका शुकला / Vartika Shukla
अध्यक्ष एवं प्रबंध निदेशक / Chairman & Managing Director
इंजीनियर्स इंडिया लिमिटेड / Engineers India Limited
(भारत सरकार का उपक्रम / A Govt. of India Undertaking)
1, भीकानजी कामा प्लेस / 1, Bhikaji Cama Place
नई दिल्ली / New Delhi-110 066



- i. **Ordinary Resolution:** - To appoint Shri Sanjay Jindal (DIN: 09223617) as a Director (Finance) of the Company.

Total Valid Votes		Votes in Favour			Votes Against		
Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
2,947	38,00,09,799	2,722	37,42,29,727	98.48	225	57,75,312	1.52

- The above mentioned total valid votes (38,00,09,799) includes less voting of 4,760 nos. of shares by One (1) Member holding 83,508 voted for only 78,748.

- ii. **Ordinary Resolution** - To appoint Shri Dheeraj Kumar Ojha (DIN: 09639759) as a Director (Government Nominee) of the Company.

Total Valid Votes		Votes in Favour			Votes Against		
Voters	No. of Votes	Voters	No. of Votes	Voting %	Vote rs	No. of Votes	Voting %
2,941	38,00,14,313	2,702	37,42,06,083	98.47	239	58,03,470	1.53

- The above mentioned total valid votes (38,00,14,313) includes less voting of 4,760 nos. of shares by One (1) Member holding 83,508 voted for only 78,748.

- iii. **Special Resolution** - To appoint Shri Harishkumar Madhusudan Joshi (DIN: 01201050) as a Non-Official Independent Director of the Company.

Total Valid Votes		Votes in Favour			Votes Against		
Voters	No. of Votes	Voters	No. of Votes	Voting %	Vote rs	No. of Votes	Voting %
2,935	38,00,11,160	2,681	37,75,46,503	99.35	254	24,59,897	0.65

- The above mentioned total valid votes (38,00,11,160) includes less voting of 4,760 nos. of shares by One (1) Member holding 83,508 voted for only 78,748.

- iv. **Special Resolution** - To appoint Shri Deepak Mhaskey (DIN: 09396329) as a Non-Official Independent Director of the Company.

Total Valid Votes		Votes in Favour			Votes Against		
Voters	No. of Votes	Voters	No. of Votes	Voting %	Vote rs	No. of Votes	Voting %
2,934	38,04,97,041	2,629	35,44,37,082	93.27	305	2,55,68,712	6.73

- The above mentioned total valid votes (38,04,97,041) includes less voting of 4,91,247 nos. of shares by Six (6) Member holding 10,56,170 voted for only 5,64,923.

- v. **Special Resolution** - To appoint Dr. Prashant Vasant Rao Patil (DIN: 01398774) as a Non-Official Independent Director of the Company.

Total Valid Votes		Votes in Favour			Votes Against		
Voters	No. of Votes	Voters	No. of Votes	Voting %	Vote rs	No. of Votes	Voting %
2,935	38,00,36,363	2,630	34,82,96,218	91.66	305	3,17,09,916	8.34

- The above mentioned total valid votes (38,00,36,363) includes less voting of 30,229 nos. of shares by Four (4) Member holding 1,34,116 voted for only 1,03,887.

Shukla

वर्तिका शुकला / Varika Shukla
 कर्मचारी एवं प्रबंध निदेशक / Charman & Managing Director
 इंजीनियरिंग इंडिया लिमिटेड / Engineers India Limited
 (सार्वजनिक उपकरण का उपकरण / A Govt. of India Undertaking)
 १, भीकानजी काना प्लेस / 1, Bhikaji Cama Place
 नई दिल्ली / New Delhi-110 066



- vi. **Special Resolution** - To appoint Smt. Karuna Gopal Vartakavi (DIN: 05304803) as a Non-Official Independent Director of the Company.

Total Valid Votes		Votes in Favour			Votes Against		
Voters	No. of Votes	Voters	No. of Votes	Voting %	Vote rs	No. of Votes	Voting %
2,933	38,04,94,600	2,626	35,44,15,397	93.27	307	2,55,87,956	6.73

- The above mentioned total valid votes (38,04,94,600) includes less voting of 4,91,247 nos. of shares by Six (6) Member holding 10,56,170 voted for only 5,64,923.

- vii. **Special Resolution** - To appoint Shri Ravi Shanker Prasad Singh (DIN: 09260909) as a Non-Official Independent Director of the Company.

Total Valid Votes		Votes in Favour			Votes Against		
Voters	No. of Votes	Voters	No. of Votes	Voting %	Vote rs	No. of Votes	Voting %
2,928	38,04,88,619	2,620	35,43,83,905	93.26	308	2,56,13,518	6.74

- The above mentioned total valid votes (38,04,88,619) includes less voting of 4,91,196 nos. of shares by Six (6) Member holding 10,56,170 voted for only 5,64,974.

- viii. **Special Resolution** - To appoint Shri Jai Prakash Tomar (DIN: 09401504) as a Non-Official Independent Director of the Company.

Total Valid Votes		Votes in Favour			Votes Against		
Voters	No. of Votes	Voters	No. of Votes	Voting %	Vote rs	No. of Votes	Voting %
2,936	38,04,90,521	2,612	35,43,94,895	93.26	324	2,56,04,730	6.74

- The above mentioned total valid votes (38,04,90,521) includes less voting of 4,90,896 nos. of shares by Five (5) Members holding 10,55,780 voted for only 5,64,884.

Notes:

- Aforesaid resolutions contained in the Notice have been passed with requisite majority by the Members of the Company.
 - The figures in percentage have been rounded off to 2 decimal points.
6. The electronic data and all other relevant records relating to e-voting were handed over to Sh. Suvendu Kumar Padhi, Company Secretary, EIL.

Thanking you,

For Agarwal S. & Associates, Company Secretaries

Firm's Registration No. P2003DE049100, Peer Review No. 626/2019




Sachin Agarwal
(Partner) FCS-5774

Place: New Delhi

Date: 12th August, 2022

UDIN: F005774D000785135




वर्तिका शुकला / Varika Shukla
 अध्यक्ष एवं प्रबंध निदेशक / Chairman & Managing Director
 इंजीनियर्स इंडिया लिमिटेड / Engineers India Limited
 (भारत सरकार का उपक्रम / A Govt. of India Undertaking)
 1. नीकाएजी कामा प्लेस / 1, Nikajee Cama Place
 110 068 / New Delhi-110 068