



KEC INTERNATIONAL LTD.
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August 08, 2023

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East), Mumbai 400 051

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001

Symbol: KEC

Scrip Code: 532714

Dear Sir/Madam,

Sub: Disclosure under Regulation 30 and 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") - Brief Proceeding and details of the voting results of the Eighteenth Annual General Meeting of the Company.

Pursuant to Regulation 30 read with Para A of Part A in Schedule III of the Listing Regulations, we enclose herewith the brief of the proceedings of the Eighteenth Annual General Meeting ("AGM") of the Company held on Tuesday, August 08, 2023, at 3:00 p.m. as **Annexure A**.

Further, pursuant to Regulation 44(3) of the Listing Regulations and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, we are also submitting herewith the details regarding the voting results of the business transacted at the AGM in the prescribed format along with the Consolidated report of the Scrutinizer as **Annexure B** and **Annexure C** respectively. All the resolutions at AGM were passed with the requisite majority.

The above information will be uploaded on the website of the Company i.e. www.kecrpg.com and on the website of National Securities Depository Limited i.e. www.evoting.nsdl.com.

You are requested to take the same on records.

Thanking you,
For KEC International Limited

Amit Kumar Gupta
Company Secretary and Compliance Officer

Encl: as above

Proceedings of the AGM

The Eighteenth Annual General Meeting ('AGM'/'Meeting') of KEC International Limited ('the Company'), was held on Tuesday, August 08, 2023, at 03:00 P.M. (IST) through Video Conferencing or Other Audio-Visual Means.

Mr. Harsh. V. Goenka, Chairman of the Company, chaired the Meeting and after ascertaining the quorum, called the Meeting to order at 03:00 p.m. Total 64 Members were present at the AGM through the VC/OAVM facility provided through WebEx and Webcast facility of National Securities Depository Limited (NSDL). The Chairman welcomed the Members to the AGM.

The Chairman informed the Members, that the Eighteenth Annual General Meeting of the Company was convened through Video Conferencing or Other Audio-Visual Means, in accordance with various circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI') in this regard and in compliance with the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Chairman then introduced the Members of the Board who were attending the Meeting and in particular confirmed the presence of Mr. A.T. Vaswani, Chairman of the Audit Committee, Mr. S.M. Trehan, Chairman of Nomination and Remuneration Committee, and Mr. Ramesh Chandak, Chairman of Stakeholders' Relationship Committee. He informed that Mr. Vikram Gandhi, Independent Director was unable to attend this AGM due to personal exigencies. He further informed that the representatives of Statutory Auditors "Price Waterhouse Chartered Accountants LLP" and Secretarial Auditors "Parikh Parekh & Associates" were also attending this Meeting.

The Chairman also informed the Members that there was no proxy facility available for this Meeting, as it was dispensed with by MCA and SEBI, while other statutory registers were available for inspection electronically.

The Chairman informed that the Notice of the Meeting was already sent to the Members in accordance with the circulars issued by the MCA and SEBI and therefore was taken as read. He mentioned that the Auditors' Report, as well as Secretarial Auditors' Report, did not contain any qualification, observation, or adverse comment, hence, it was not required to read these Reports at the Meeting.

The Chairman addressed the Members highlighting *inter-alia* the financial performance of the Company for the financial year 2022-23, the performance of various businesses, and order book position.

Mr. Amit Kumar Gupta, Company Secretary of the Company informed the Members that the Company had provided the facility of "remote e-voting" for voting on the resolutions contained in the Notice calling the AGM. He also informed that the Company has provided the facility to vote at the Meeting through the e-voting platform of NSDL to those Members who did not exercise their vote through remote e-voting. He further informed that Mr. P.N. Parikh of M/s. Parikh Parekh & Associates, Practising Company Secretaries was appointed as the Scrutinizer for remote e-voting as well as e-voting at the AGM and who would hand over the combined report on voting within 2 working days of the conclusion of the AGM.

The Chairman then invited the Members who had registered themselves as Speakers in advance by sending requests from their registered e-mail id to express their views/ask questions at the AGM. The Chairman then replied to the queries raised at the AGM by the Members.

The Chairman thanked the Members for attending the Meeting and declared the Meeting as concluded and informed that those Members who have not voted through remote e-voting may cast their votes during the next 15 minutes and authorized the Company Secretary of the Company to receive the voting results and intimate same to the stock exchanges.

Items of business as mentioned in the Notice convening the AGM, which were put to vote through remote e-voting and voting at the AGM:

Sr. No	Businesses conducted at the AGM	Type of Resolution
1	(a) Adoption of Audited Standalone Financial Statements for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon. (b) Adoption of Audited Consolidated Financial Statements for the financial year ended March 31, 2023, together with the Report of the Auditors thereon.	Ordinary
2	Declaration of Dividend on Equity Shares at the rate of Rs. 3/- (Rupees Three only) per Equity Share for the financial year ended March 31, 2023.	Ordinary
3	Re-appointment of Mr. Vimal Kejriwal (DIN: 00026981), as Director, liable to retire by rotation.	Ordinary
4	Ratification of remuneration to the Cost Auditor.	Ordinary
5	Approval for Material Related Party Transactions with Al Sharif Group & KEC Limited Company, a Subsidiary of the Company	Ordinary
6	Re-appointment of Mr. Vimal Kejriwal (DIN: 00026981) as Managing Director & CEO, for a period of one year w.e.f. April 1, 2024 to March 31, 2025.	Special
7	Approval for payment of Commission to Mr. Harsh V. Goenka, Non-Executive Chairman.	Special
8	Enhancement of borrowing limits of the Company.	Special
9	Authority for creation of mortgage and/or charge on properties of the Company.	Special

All the resolutions at the AGM were passed with the requisite majority.



KEC International Limited
Details regarding the voting results of the business transacted at the AGM
In terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015

Date of Annual General Meeting	Tuesday, August 08, 2023
Total number of shareholders as on record date	96,429 (As on Cut-off date for voting purpose i.e. August 01, 2023)
No. of shareholders present in the meeting either in person or through proxy	
- Promoter and Promoter Group	Not Applicable
- Public	Not Applicable
No. of shareholders attended the meeting through video conferencing	
- Promoter and Promoter Group	23
- Public	41

KEC International Limited

Resolution Required : (Ordinary)			<p>1 - (a) Adoption of Audited Standalone Financial Statements for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon.</p> <p>(b) Adoption of Audited Consolidated Financial Statements for the financial year ended March 31, 2023, together with the Report of the Auditors thereon.</p>					
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
		[1]	[2]	$[3]=\{[2]/[1]\}*100$	[4]	[5]	$[6]=\{[4]/[2]\}*100$	$[7]=\{[5]/[2]\}*100$
Promoter and Promoter Group	E-Voting	133369101	133369101	100.0000	133369101	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		133369101	100.0000	133369101	0	100.0000	0.0000
Public Institutions	E-Voting	99102167	91477900	92.3067	91477900	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		91477900	92.3067	91477900	0	100.0000	0.0000
Public Non Institutions	E-Voting	24617102	46497	0.1889	46085	412	99.1139	0.8861
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		46497	0.1889	46085	412	99.1139	0.8861
Total		257088370	224893498	87.4771	224893086	412	99.9998	0.0002

KEC International Limited								
Resolution Required : (Ordinary)			2 - Declaration of Dividend on Equity Shares at the rate of Rs. 3.00 (Rupees Three only) per Equity Share for the financial year ended March 31, 2023.					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	133369101	133369101	100.0000	133369101	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		133369101	100.0000	133369101	0	100.0000	0.0000
Public Institutions	E-Voting	99102167	91671845	92.5024	91671845	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		91671845	92.5024	91671845	0	100.0000	0.0000
Public Non Institutions	E-Voting	24617102	46497	0.1889	46085	412	99.1139	0.8861
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		46497	0.1889	46085	412	99.1139	0.8861
Total		257088370	225087443	87.5526	225087031	412	99.9998	0.0002

KEC International Limited								
Resolution Required : (Ordinary)			3 - Re-appointment of Mr. Vimal Kejriwal (DIN: 00026981), as Director, 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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	133369101	133369101	100.0000	133369101	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		133369101	100.0000	133369101	0	100.0000	0.0000
Public Institutions	E-Voting	99102167	91671845	92.5024	91319162	352683	99.6153	0.3847
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		91671845	92.5024	91319162	352683	99.6153	0.3847
Public Non Institutions	E-Voting	24617102	46492	0.1889	45610	882	98.1029	1.8971
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		46492	0.1889	45610	882	98.1029	1.8971
Total		257088370	225087438	87.5526	224733873	353565	99.8429	0.1571

KEC International Limited								
Resolution Required : (Ordinary)			4 - Ratification of Remuneration to the Cost Auditor.					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	133369101	133369101	100.0000	133369101	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		133369101	100.0000	133369101	0	100.0000	0.0000
Public Institutions	E-Voting	99102167	91671845	92.5024	91671845	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		91671845	92.5024	91671845	0	100.0000	0.0000
Public Non Institutions	E-Voting	24617102	46187	0.1876	45565	622	98.6533	1.3467
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		46187	0.1876	45565	622	98.6533	1.3467
Total		257088370	225087133	87.5524	225086511	622	99.9997	0.0003

KEC International Limited								
Resolution Required : (Ordinary)			5 - Approval for Material Related Party Transactions with Al Sharif Group & KEC Limited Company, a Subsidiary of the Company.					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	133369101	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	99102167	91668102	92.4986	75845319	15822783	82.7391	17.2609
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		91668102	92.4986	75845319	15822783	82.7391	17.2609
Public Non Institutions	E-Voting	24617102	45493	0.1848	43971	1522	96.6544	3.3456
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		45493	0.1848	43971	1522	96.6544	3.3456
Total		257088370	91713595	35.6740	75889290	15824305	82.7460	17.2540

KEC International Limited								
Resolution Required : (Special)			6 - Re-appointment of Mr. Vimal Kejriwal (DIN: 00026981) as Managing Director & CEO, for a period of one year w.e.f. April 1, 2024 to March 31, 2025.					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	133369101	133369101	100.0000	133369101	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		133369101	100.0000	133369101	0	100.0000	0.0000
Public Institutions	E-Voting	99102167	91671845	92.5024	75413303	16258542	82.2644	17.7356
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		91671845	92.5024	75413303	16258542	82.2644	17.7356
Public Non Institutions	E-Voting	24617102	46492	0.1889	45612	880	98.1072	1.8928
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		46492	0.1889	45612	880	98.1072	1.8928
Total		257088370	225087438	87.5526	208828016	16259422	92.7764	7.2236

KEC International Limited								
Resolution Required : (Special)			7 - Approval for payment of Commission to Mr. Harsh V. Goenka, Non-Executive Chairman.					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	133369101	133369101	100.0000	133369101	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		133369101	100.0000	133369101	0	100.0000	0.0000
Public Institutions	E-Voting	99102167	91671845	92.5024	67382472	24289373	73.5040	26.4960
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		91671845	92.5024	67382472	24289373	73.5040	26.4960
Public Non Institutions	E-Voting	24617102	45982	0.1868	44647	1335	97.0967	2.9033
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		45982	0.1868	44647	1335	97.0967	2.9033
Total		257088370	225086928	87.5524	200796220	24290708	89.2083	10.7917

KEC International Limited								
Resolution Required : (Special)			8 - Enhancement of borrowing limits of the Company.					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	133369101	133369101	100.0000	133369101	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		133369101	100.0000	133369101	0	100.0000	0.0000
Public Institutions	E-Voting	99102167	91671845	92.5024	91136350	535495	99.4159	0.5841
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		91671845	92.5024	91136350	535495	99.4159	0.5841
Public Non Institutions	E-Voting	24617102	46148	0.1875	45351	797	98.2729	1.7271
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		46148	0.1875	45351	797	98.2729	1.7271
Total		257088370	225087094	87.5524	224550802	536292	99.7617	0.2383

KEC International Limited								
Resolution Required : (Special)			9 - Authority for creation of mortgage and/or charge on properties of the Company.					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	133369101	133369101	100.0000	133369101	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		133369101	100.0000	133369101	0	100.0000	0.0000
Public Institutions	E-Voting	99102167	91671845	92.5024	91136350	535495	99.4159	0.5841
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		91671845	92.5024	91136350	535495	99.4159	0.5841
Public Non Institutions	E-Voting	24617102	46137	0.1874	45300	837	98.1858	1.8142
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		46137	0.1874	45300	837	98.1858	1.8142
Total		257088370	225087083	87.5524	224550751	536332	99.7617	0.2383



PAARIKH PAREKH & ASSOCIATES
COMPANY SECRETARIES

Office: 111, 11th floor, Sai-Dwar CHS Ltd., SAB TV Lane, Opp. Laxmi Industrial Estate, Off Link Road, Above Shabari Restaurant, Andheri (West), Mumbai-400 053.
Tel.: 26301232 / 26301233 Email: cs@parikhassociates.com Website: www.parikhassociates.com Firm Unique Code: P1987MH010000

To,
Mr. Harsh Goenka
Chairman
KEC International Limited
RPG House, 463,
Dr. Annie Besant Road,
Worli, Mumbai – 400 030

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 Eighteenth Annual General Meeting of KEC International Limited held on Tuesday, August 08, 2023 at 3.00 p.m. (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

I, P. N. Parikh, of Parikh Parekh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of KEC International 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 Eighteenth Annual General Meeting ("AGM") of KEC International Limited on Tuesday, August 08, 2023 at 3.00 p.m. (IST) through VC/OAVM.

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

The notice dated May 03, 2023, convening the AGM, 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 e-mail addresses are registered with the Company/Depositories, in compliance with the General Circular dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022, December 28, 2022, read with other relevant circulars issued by the Ministry of Corporate Affairs.

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

The voting period for remote e-voting commenced on Friday, August 04, 2023 (09:00 a.m. IST) and ended on Monday, August 07, 2023, (05:00 p.m. IST) and the NSDL e-voting platform was disabled thereafter.

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

The Shareholders of the Company holding shares as on the "cut-off" date Tuesday, August 01, 2023 were entitled to vote on the resolutions as contained in the Notice of the AGM.

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

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

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

Further as regards Shareholders who have split their votes "assent" as well as "dissent", while their votes are taken as cast, they have been counted only once for the purpose of number of members under the head "assent".

I now submit my consolidated report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions.

Resolution 1: Ordinary Resolution

To receive, consider and adopt:

- a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon; and
- b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, together with the Report of the Auditors thereon.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
416	22,48,93,086	100.00 (Rounded off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	412	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Resolution 2: Ordinary Resolution

To declare a Dividend on Equity Shares at the rate of Rs. 3/- (Rupees Three Only) per Equity Share for the financial year ended March 31, 2023.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
417	22,50,87,031	100.00 (Rounded off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	412	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Resolution 3: Ordinary Resolution

To appoint a Director in place of Mr. Vimal Kcjriwal (DIN: 00026981), who retires by rotation in terms of Section 152 (6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
405	22,47,33,873	99.84

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
18	3,53,565	0.16

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Resolution 4: Ordinary Resolution**Ratification of remuneration to the Cost Auditor.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
413	22,50,86,511	100.00 (Rounded off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
9	622	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Resolution 5: Ordinary Resolution**Approval for Material Related Party Transactions with Al Sharif Group & KEC Limited Company, a Subsidiary of the Company.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
305	7,58,89,290	82.75

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
90	1,58,24,305	17.25

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Resolution 6: Special Resolution

Re-appointment of Mr. Vimal Kejriwal (DIN: 00026981) as Managing Director & CEO of the Company with effect from April 01, 2024 to March 31, 2025.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
318	20,88,28,016	92.78

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
105	1,62,59,422	7.22

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Resolution 7: Special Resolution**Approval for payment of Commission to Mr. Harsh V. Goenka, Non-Executive Chairman.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
296	20,07,96,220	89.21

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
126	2,42,90,708	10.79

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Resolution 8: Special Resolution**Enhancement of the Borrowing Limits of the Company.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
401	22,45,50,802	99.76

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
20	5,36,292	0.24

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Resolution 9: Special Resolution**To provide authority for creation of mortgage and/or charge on properties of the Company.**

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
399	22,45,50,751	99.76

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
22	5,36,332	0.24

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Thanking you,
Yours faithfully,

Pravinchandra
Nahalchand Parikh

Digitally signed by Pravinchandra Nahalchand Parikh
DN: cn=Pravinchandra Nahalchand Parikh, o=KEC International Limited, email=pravin@kecinternational.com, c=IN, postalCode=400053, serialNumber=6A5CDE9F9F1E973237BE198497C9E1A9A543AAFA
E294FEC9880C3E69C27C, cn=Pravinchandra Nahalchand Parikh
Date: 2023.08.08 17:43:33 +05'30'

P. N. Parikh
FCS: 327 CP No.: 1228
Parikh Parekh & Associates
Practising Company Secretaries
P/R No.: 723/2020
UDIN: F000327E000765003
111,11th Floor, Sai Dwar CHS Ltd.,
Sab TV Lane, Opp. Laxmi Indl. Estate,
Off Link Road, Above Shabari Restaurant,
Andheri West, Mumbai - 400053

Place: Mumbai
Dated: August 08, 2023

For KEC International Limited


Amit Kumar Gupta
Company Secretary