

Ref: DEL/SEC/2023/07/08

Date: July 22, 2024

To
BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400 001

BSE Scrip Code: 504908

Dear Sir/ Madam,

Sub: Disclosure of Voting Results for the 63rd Annual General Meeting of the Company together with Scrutinizer's Report

We wish to inform you that the 63rd Annual General Meeting of Duncan Engineering Limited was held on Monday, 22nd July 2024 at 11.00 am through Video Conferencing / Other Audio-Visual Means facility. Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing a disclosure of voting results of the Annual General Meeting together with the Scrutinizer's Report on remote e-voting and e-voting at AGM.

Date of Annual General Meeting	22nd July 2024
Total number of Shareholders on Record Date (i.e., 15 July 2024 - Cut Off Date for E-voting purpose)	3825
Number of Shareholders present in Annual General Meeting in person or through proxies- Promoters and Promoter Group Public	Not Applicable
Number of Shareholders attended the Annual General Meeting through Video conferencing- Promoters and Promoter Group Public	3 22

Based on the aforesaid Scrutinizer's Report the resolutions for Item no. 1 to 4 of AGM Notice were passed with requisite majority.

You are kindly requested to take the same on your record.

You are requested to take the same on your records.

Thanking you,

For Duncan Engineering Limited

Sayalee Yengul
Company Secretary

Duncan Engineering Limited

(Formerly known as Schrader Duncan Limited)

Registered Office & Plant

F-33, Ranjangaon MIDC, Karegaon, Tal. Shirur, Dist. Pune - 412 209. India

Telephone : +91 2138 660-066 Fax : +91 2138 660-067

Email : del@duncanengg.com Web : www.duncanengg.com

CIN : L28991PN1961PLC139151

B 308, Madhukunj Apartments,
8th Lane, Koregaon Park,
Opp. Mad House Grill,
Pune 411 001
9822478830 / 7620441249
shaswati.vaishnav@gmail.com

Vaishnav Associates

**Consolidated Scrutinizers' Report on Remote E Voting and E voting conducted at the 63rd
AGM of Duncan Engineering Limited held on July 22, 2024.**

To
The Chairman,
63rd (Sixty Third) Annual General Meeting of the Equity Shareholders of Duncan
Engineering Limited held on July 22, 2024 at 11:00 A.M. at F 33, Ranjangaon MIDC, Karegaon,
Shirur, Pune 412 209.

**Sub: Consolidated Scrutinizer Report on remote E Voting and AGM e voting conducted
pursuant to the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of
Companies (Management and Administration) Rules, 2015 as amended.**

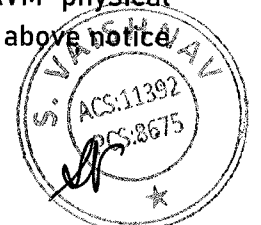
Dear Sir,

I Shaswati Vaishnav, Practicing Company Secretary have been appointed as the Scrutinizer
by the Board of Directors of Duncan Engineering Limited pursuant to Section 108 of
Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and
Administration) Rules, 2014 as amended by Companies (Management and Administration)
Rules 2015 to conduct remote E Voting as well as electronic voting (remote) at the 63rd
Annual General Meeting (AGM) of Duncan Engineering Limited on Monday , July 22, 2024 at
11.00 A.M. IST thru 2 way Video Conferencing (VC) or Other Audio Visual Means (OAVM) .

The AGM was held on Monday July 22, 2024 by VC or OAVM and the voting items had been
transacted as per the Notice of this AGM in due compliance with the applicable provisions
of the Companies Act, 2013 ("the Act"), the Rules made thereunder and Securities and
Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,
2015 ("Listing Regulations") read with General Circular No. 09/2023 dated September 25,
2023 issued by the Ministry of Corporate Affairs ("MCA") and Circular No.
SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by the Securities
and Exchange Board of India ("SEBI") read with all other earlier and relevant circulars
issued in this regard from time-to-time (collectively referred to as "Circulars").

The venue for the AGM was the place where Chairman of the Board conducted the meeting.
Further pursuant to the MCA and SEBI Circulars, the Notice of the AGM alongwith the
Annual Report for FY 2023-2024 was sent in electronic form only to those Members whose
email id address was registered with the Company/Depository. The Notice calling the 63rd
AGM has been uploaded on the website of the Company at www.duncanengg.com The
notice can also be accessed from the website of the The BSE i.e. www.bseindia.com and the
AGM Notice is also available on the website of
instavote.linkintime.co.in www.linkintime.co.in (agency for providing remote e voting
facility.)

Since this AGM was held pursuant to MCA Circulars through VC or OAVM physical
attendance of Members had been dispensed with. Accordingly, in terms of the above notice



of MCA and SEBI circulars, the facility for appointment of proxies by Members was also dispensed with.

Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The Notice dated May 15, 2024 alongwith statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the shareholders in which resolutions proposed at the AGM of the Company.

The Company had availed e voting facility offered by Linkintime India - Instavote.linkintime.co.in for conducting remote evoting by the shareholders of the Company.

The Shareholders of the Company holding shares as on the cut-off date i.e. July 15 2024, 3825 Members were entitled to vote on the resolution as contained in the Notice of the AGM.

The voting period for remote e voting commenced on Friday 19th July, 2024 at 9.00 A.M. IST and ended on Sunday July 21, 2024 5.00 P.M. IST and the Instavote platform was blocked in due time. After the closure of the voting at the AGM the report on voting done thru electronic voting system at the meeting was generated in my presence and the voting was diligently scrutinized.

The vote cast under remote e voting facility was thereafter unblocked. I have scrutinized and reviewed the remote e voting and the casting through electronic (remote) e voting at the meeting on the resolutions contained the notice of the AGM.

My responsibility as Scrutinizer for the remote Evoting and voting conducted through electronic remote voting at the meeting is restricted to making a scrutinizers report of the votes cast in favour or against the resolution.

Based on the results made available to me 13 Members have cast their vote through remote evoting platform and 2 members have cast their vote by means of evoting during AGM.

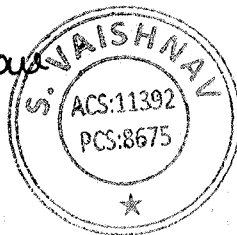
The AGM was closed at 12.10 P.M. I submit herewith as ANNEXURE I prescribed by SEBI for a consolidated results and additional report.

Thanking you

Shaswati Vaishnav

Scrutinizer

Pune July 22, 2024



Thereafter, I as scrutinizer duly compiled the details of remote e voting carried out by the Members together with the e voting done during AGM, the details of which are as follows:

Details	Remote E Voting	E voting during AGM	Total Voting
Number of Members who cast their votes	13	2	-
Total No.of shares held by them	2757798	13	2757811
Valid Votes	2757798	13	2757811

ADDITIONAL REPORT

DUNCAN ENGINEERING LIMITED – F 33 RANJANGAON MIDC
KAREGAON, TAL SHIRUR PUNE 412 209

ORDINARY BUSINESS:

Resolution 1 – Ordinary Resolution

Adoption of Audited Standalone Financial Statement of the Company for the Financial Year ended March 31, 2024 comprising of Balance Sheet, Profit and Loss Account and notes, together with the Reports of the Board of Directors and Auditors thereon:

i Voted in favour of the Resolution

No. of Members who voted	No. of valid votes cast by them	% of total No. of valid votes cast
14	2757803	100

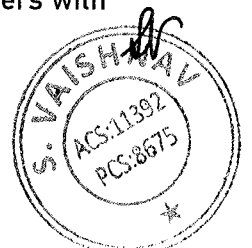
ii. Voted against the resolution:

No. of Members who voted	No. of valid votes cast by them	% of total No. of valid votes cast
1	8	100

iii. Invalid Votes :

No. of Members whose votes were declared invalid	No. of invalid votes cast by them
NIL	NIL

As the number of vote cast in favour of the Resolution is more than the number of votes cast against, I report that the Ordinary Resolution as per Item No. 1 as set forth in the AGM Notice dated May 15, 2024 has been passed by the Members with requisite majority. The Resolution is passed on July 22, 2024.



Resolution 2 – Ordinary Resolution

Declaration of dividend of INR3.50 per equity share of INR 10 i.e. 35% each on equity shares of the Company for the financial year ended 31st March, 2024;

;

i. Voted in favour of the Resolution

No. of Members who voted	No. of valid votes cast by them	% of total No. of valid votes cast
14	2757803	100

ii. Voted against the resolution:

No. of Members who voted	No. of valid votes cast by them	% of total No. of valid votes cast
1	8	100

iii. Invalid Votes :

No. of Members whose votes were declared invalid	No. of invalid votes cast by them
NIL	NIL

As the number of vote cast in favour of the Resolution is more than the number of votes cast against, I report that the Ordinary Resolution as per Item No. 2 as set forth in the AGM Notice dated May 15, 2024 has been passed by the Members with requisite majority. The Resolution is passed on **July 22, 2024**

Resolution 3 – Ordinary Resolution

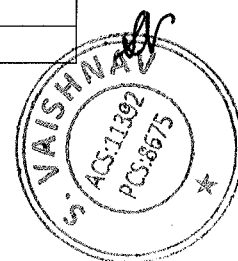
Appointment of . Mr. Arvind Goenka (holding DIN 00135653), liable to retire by rotation in terms of section 152(6) of the Companies Act, 2013 and who, being eligible, offers himself for re-appointment and is reappointed.

i. Voted in favour of the Resolution

No. of Members who voted	No. of valid votes cast by them	% of total No. of valid votes cast
14	2757803	100

ii. Voted against the resolution:

No. of Members who voted	No. of valid votes cast by them	% of total No. of valid votes cast
1	8	100



iii. Invalid Votes :

No. of Members whose votes were declared invalid	No. of invalid votes cast by them
NIL	NIL

As the number of vote cast in favour of the Resolution is more than the number of votes cast against, I report that the Ordinary Resolution as per Item No. 3 as set forth in the AGM Notice dated May 15, 2024 has been passed by the Members with requisite majority. The Resolution is passed on **July 22, 2024**

Resolution 4 – Special Resolution

Alteration of terms of appointment of Mr. Akshat Goenka, (DIN No. 07131982) Managing Director with respect to rotational retirement with immediate effect :

i Voted in favour of the Resolution

No. of Members who voted	No. of valid votes cast by them	% of total No. of valid votes cast
14	2757803	100

ii. Voted against the resolution:

No. of Members who voted	No. of valid votes cast by them	% of total No. of valid votes cast
1	8	100

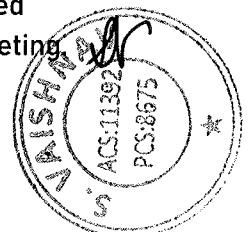
iii. Invalid Votes :

No. of Members whose votes were declared invalid	No. of invalid votes cast by them
NIL	NIL

As the number of vote cast in favour of the Resolution is more than three times the number of votes cast against, I report that the Special Resolution as per Item No. 4 as set forth in the AGM Notice dated May 15, 2024 has been passed by the Members with requisite majority on **July 22, 2024**.

NOTE:

1. Percentage of votes cast in favour or against the resolutions are calculated based on the valid votes cast through remote e voting and e voting the meeting



Votes in Favour of Resolution		Votes against the Resolution		Abstained/Invalid Votes
Vote Counts	%	Vote Counts	%	
2757803	99.9997	8	0.0003	Nil
2757803	99.9997	8	0.0003	Nil
2757803	99.9997	8	0.0003	Nil
2757803	99.9997	8	0.0003	Nil

Note:

All the resolutions mentioned in the AGM Notice as per the details above stand passed under remote e voting and e voting conducted at AGM with requisite majority and deemed to be passed as on the date of the AGM.

I hereby confirm that I am maintaining the registers received from the RTA and the electronic voting data received from the service provider, in respect of the votes cast thru remote e voting and the voting conducted during the AGM by the Members of the Company.

Records relating to e voting Remote and during the AGM is under my safe custody and will be handed over to the Company Secretary for safe keeping, after the Chair person signs the minutes.

Thanking you,

Yours faithfully
Shaswati Vaishnav
ACS:11392, CP: 8675
Scrutinizer

Shaswati Vaishnav

Place: Pune

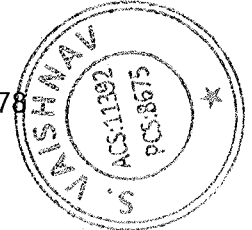
Date :July 22, 2024

. Peer Review No.2538/2022 dated Aug.5, 2022

Sayalee Yengul
(Company Secretary and Compliance officer)
Duncan Engineering Limited

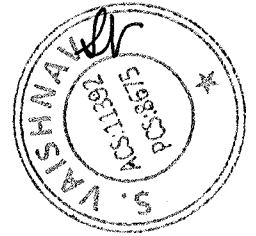
Sayalee Yengul

UDIN : A011392F000794878



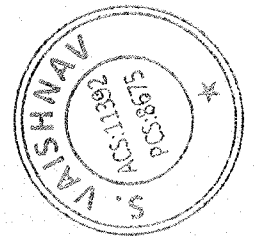
DUNCAN ENGINEERING LIMITED
 F -33 RANJANGAON, MIDC, KAREGAON BHIMA TAL.SHIRUR DIST. PUNE 412209
 FORMAT FOR VOTING RESULTS

Date of Annual General Meeting	JULY 22, 2024
Total No. of Shareholders on Record Date/Cut Off Date	3825
No. of Shareholders present in meeting either in person or proxy	NA
Promoter/Promoter Group	
Public	
No. of shareholders who attending the meeting thru two way video (VC) or other audio visual means (OAVM)	25
Promoter/Promoter Group	3
Public	22
Resolutions required :	ORDINARY/SPECIAL
Whether Promoter/Promoter group is interested in Agenda	NO



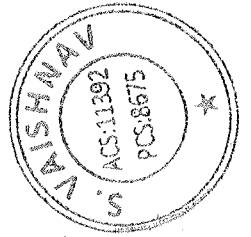
Resolution (1)

Resolution required: (Ordinary / Special)		Ordinary								
Whether promoter/promoter group are interested in the agenda/resolution?		No								
Description of resolution considered										
Category	Mode of voting	No. of shares held	No. of votes polled	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		2755855	2755855		100.0000	2755855	0	100.0000	0.0000
	Poll	2755855	0	0		0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0		0.0000	0	0	0	0
	Total		2755855	2755855		100.0000	2755855	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0		0.0000	0	0	0	0
	Poll	2075	0	0		0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0		0.0000	0	0	0	0
	Total		2075	0		0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		1943	1943		0.2071	1935	8	99.5883	0.4117
	Poll	938070	13	13		0.0014	13	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0		0.0000	0	0	0	0
	Total		938070	1956		0.2085	1948	8	99.5910	0.4090
Total	Total	3696000	2757811	74.6161	2757803	8	8	99.9997	0.0003	



DUNCAN ENGINEERING LIMITED
F -33 RANJANGAON, MIDC, KAREGAON BHIMA TAL.SHIRUR DIST. PUNE 412209
FORMAT FOR VOTING RESULTS

Date of Annual General Meeting	JULY 22, 2024
Total No. of Shareholders on Record Date/Cut Off Date	3825
No. of Shareholders present in meeting either in person or proxy	NA
Promoter/Promoter Group	
Public	
No. of shareholders who attending the meeting thru two way video (VC) or other audio visual means (OAVM)	25
Promoter/Promoter Group	3
Public	22
Resolutions required :	ORDINARY/SPECIAL
Whether Promoter/Promoter group is interested in Agenda	No



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Resolution (2)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered								
Category	Mode of voting	No. of shares held	No. of votes polled	No. of votes polled	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		2755855	100.0000	2755855	0	100.0000	0.0000
	Poll	2755855	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2755855	2755855	100.0000	2755855	0	100.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	2075	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2075	0	0.0000	0	0	0
Public- Non Institutions	E-Voting		1943	0.2071	1935	8	99.5883	0.4117
	Poll	938070	13	0.0014	13	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		938070	1956	0.2085	1948	8	99.5910
Total	Total	3696000	2757811	74.6161	2757803	8	99.9997	0.0003

Declaration of dividend of Rs. 3.50/- per equity share (i.e. 35%) of the Company for the financial year ended 31st March 2024



DUNCAN ENGINEERING LIMITED
F -33 RANJANGAON, MIDC, KAREGAON BHIMA TAL.SHIRUR DIST. PUNE 412209
FORMAT FOR VOTING RESULTS

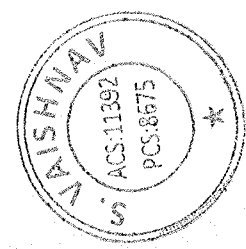
Date of Annual General Meeting	JULY 22, 2024
Total No. of Shareholders on Record Date/Cut Off Date	3825
No. of Shareholders present in meeting either in person or proxy	NA
Promoter/Promoter Group	
Public	
No. of shareholders who attending the meeting thru two way video (VC) or other audio visual means (OAVM)	25
Promoter/Promoter Group	3
Public	22
Resolutions required :	ORDINARY/SPECIAL
Whether Promoter/Promoter group is interested in Agenda	YES



Resolution (3)

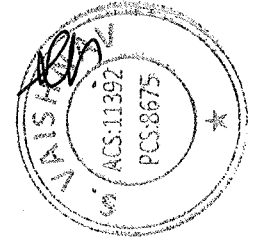
Resolution required: (Ordinary / Special)		Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?		Yes					
Description of resolution considered							
Category	Mode of voting	No. of shares held	No. of votes polled	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		2755855	2755855	0	100.0000	0.0000
	Poll	2755855	0	0	0	0.0000	0
	Postal Ballot (if applicable)		0	0	0	0.0000	0
	Total		2755855	2755855	2755855	0	100.0000
Public- Institutions	E-Voting		0	0	0	0.0000	0
	Poll	2075	0	0	0	0.0000	0
	Postal Ballot (if applicable)		0	0	0	0.0000	0
	Total		2075	0	0	0.0000	0
Public- Non Institutions	E-Voting		1943	1943	8	0.2071	0.0000
	Poll	938070	13	13	0	0.0014	99.5883
	Postal Ballot (if applicable)		0	0	0	0.0000	0.0000
	Total		938070	1956	1948	8	0.2085
Total	Total	3696000	2757811	2757803	8	74.6161	99.9997

Reappointment of Mr. Arvind Goenka (DIN: 00135653), who retires by rotation and being eligible, offers himself for re-appointment



DUNCAN ENGINEERING LIMITED
F -33 RANJANGAON, MIDC, KAREGAON BHIMA TAL.SHIRUR DIST. PUNE 412209
FORMAT FOR VOTING RESULTS

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Total No. of Shareholders on Record Date/Cut Off Date	3825
No. of Shareholders present in meeting either in person or proxy	NA
Promoter/Promoter Group	
Public	
No. of shareholders who attending the meeting thru two way video (VC) or other audio visual means (OAVM)	25
Promoter/Promoter Group	3
Public	22
Resolutions required :	ORDINARY/SPECIAL
Whether Promoter/Promoter group is interested in Agenda	YES



Resolution (4)

Resolution required: (Ordinary / Special)		Special				
Whether promoter/promoter group are interested in the agenda/resolution?		Yes				
Description of resolution considered						
Category	Mode of voting	No. of shares held	No. of votes polled			
		(1)	(2)			
		(4)	(5)			
		(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100			
		(3)=[(2)/(1)]*100				
Promoter and Promoter Group	E-Voting	2755855	2755855	0	100.0000	0.0000
	Poll	0	0	0	0.0000	0
	Postal Ballot (if applicable)	0	0	0	0.0000	0
	Total	2755855	2755855	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0.0000	0
	Poll	2075	0	0	0.0000	0
	Postal Ballot (if applicable)	0	0	0	0.0000	0
	Total	2075	0	0	0.0000	0
Public- Non Institutions	E-Voting	1943	1943	8	1935	99.5883
	Poll	13	13	0	13	100.0000
	Postal Ballot (if applicable)	0	0	0	0	0
	Total	938070	1956	8	1948	99.5910
Total	Total	3696000	2757811	8	2757803	99.9997

Alteration of terms of appointment of Mr. Akshat Goenka, Managing Director with respect to rotational retirement

