

सं.सचिव/No. Secy/906/9/10

12.09.2024

<b>The BSE Limited</b> <b>Phiroze Jeejeebhoy Towers</b> <b>Dalal Street, Fort</b> <b>Mumbai – 400 023</b> <b>Scrip Code-532178</b>	<b>The National Stock Exchange of India Limited</b> <b>Exchange Plaza, 5<sup>th</sup> Floor</b> <b>Bandra Kurla Complex</b> <b>Bandra (East), Mumbai-400051</b> <b>Symbol-ENGINEERSIN</b>
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**विषय: 59वीं वार्षिक आम बैठक के मतदान परिणाम**

**Sub: Voting results of 59<sup>th</sup> Annual General Meeting**

प्रिय महोदय/महोदया

Dear Sir/Madam,

This is to inform that 59<sup>th</sup> Annual General Meeting of the Company was held on Wednesday, 11<sup>th</sup> September, 2024 and the business mentioned in the Notice dated 12<sup>th</sup> August, 2024 were transacted and passed with requisite majority.

In this regard, please find enclosed the following:

1. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure-I.
2. Report of Scrutinizer dated 12<sup>th</sup> September, 2024, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended as Annexure-II.

The voting results are also available on the website of the Company i.e. [www.engineersindia.com](http://www.engineersindia.com) and website of the NSDL i.e. <https://evoting.nsdl.com/>.

उपरोक्त कृपया आपकी जानकारी एवं रिकॉर्ड के लिए है।

The above is for your information and records please.

धन्यवाद/Thanking you,

भवदीय/Very truly yours,

कर्त इंजीनियर्स इंडिया लिमिटेड  
For Engineers India Limited

नरेंद्र कुमार/Narendra Kumar  
अनुपालन अधिकारी/Compliance officer

संलग्नक: यथोक्त/Encl: As above

**ENGINEERS INDIA LIMITED - e-Voting AGM REPORT date 11-09-2024**

Total number of shareholders on record date:	486217	No of Shares:	562042373
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<b>No. of Shareholders present in the meeting either in person or through proxy:</b>			
Promoters and Promoter Group :	1	No. of Shares:	288458584
Public :	214	No. of Shares:	188452

**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 receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on 31.03.2024, together with the Directors' Report and the Auditors' Report thereon and Comments of the Comptroller and Auditor General of India.**

**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	
	<b>Total</b>		288458584	288458584	100.000	288458584	0	100.000	0.000
Public – Institutional holders	E-Voting		70369161	66.451	70369161	0	100.000	0.000	
	Poll	105896292	0	0.000	0	0	0.000	0.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	
	<b>Total</b>		105896292	70369161	66.451	70369161	0	100.000	0.000
Public-Others	E-Voting		616846	0.368	613820	3026	99.509	0.491	
	Poll	167687497	0	0.000	0	0	0.000	0.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	
	<b>Total</b>		167687497	616846	0.368	613820	3026	99.509	0.491
<b>GRAND TOTAL</b>			<b>562042373</b>	<b>359444591</b>	<b>63.953</b>	<b>359441565</b>	<b>3026</b>	<b>99.999</b>	<b>0.001</b>

**2. To declare final dividend for the financial year ended 31.03.2024.**

**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	
	<b>Total</b>		288458584	288458584	100.000	288458584	0	100.000	0.000
Public – Institutional holders	E-Voting		70409769	66.489	70409769	0	100.000	0.000	
	Poll	105896292	0	0.000	0	0	0.000	0.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	
	<b>Total</b>		105896292	70409769	66.489	70409769	0	100.000	0.000
Public-Others	E-Voting		617086	0.368	614499	2587	99.581	0.419	
	Poll	167687497	0	0.000	0	0	0.000	0.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	
	<b>Total</b>		167687497	617086	0.368	614499	2587	99.581	0.419
<b>GRAND TOTAL</b>			<b>562042373</b>	<b>359485439</b>	<b>63.961</b>	<b>359482852</b>	<b>2587</b>	<b>99.999</b>	<b>0.001</b>

**3. To appoint a Director in place of Shri Rajiv Agarwal (DIN: 09748894), who retires by rotation and being eligible offers himself for re-appointment.**

**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		70409769	66.489	70130167	279602	99.603	0.397
	Poll	105896292	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	105896292	70409769	66.489	70130167	279602	99.603	0.397
Public-Others	E-Voting		616795	0.368	603199	13596	97.796	2.204
	Poll	167687497		0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	167687497	616795	0.368	603199	13596	97.796	2.204
<b>GRAND TOTAL</b>		<b>562042373</b>	<b>359485148</b>	<b>63.961</b>	<b>359191950</b>	<b>293198</b>	<b>99.918</b>	<b>0.082</b>

**4. To appoint a Director in place of Shri Rajeev Gupta (DIN: 09839662), who retires by rotation and being eligible, offers himself for re-appointment.**

**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		70409769	66.489	43673312	26736457	62.027	37.973
	Poll	105896292	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	105896292	70409769	66.489	43673312	26736457	62.027	37.973
Public-Others	E-Voting		616781	0.368	603510	13271	97.848	2.152
	Poll	167687497		0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	167687497	616781	0.368	603510	13271	97.848	2.152
<b>GRAND TOTAL</b>		<b>562042373</b>	<b>359485134</b>	<b>63.961</b>	<b>332735406</b>	<b>26749728</b>	<b>92.559</b>	<b>7.441</b>

**5. To authorize Board of Directors of the Company to fix remuneration of Auditors for the Financial Year 2024-25.**

**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		70409769	66.489	70205014	204755	99.709	0.291
	Poll	105896292	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	105896292	70409769	66.489	70205014	204755	99.709	0.291
Public-Others	E-Voting		616577	0.368	610626	5951	99.035	0.965
	Poll	167687497		0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	167687497	616577	0.368	610626	5951	99.035	0.965
<b>GRAND TOTAL</b>		<b>562042373</b>	<b>359484930</b>	<b>63.960</b>	<b>359274224</b>	<b>210706</b>	<b>99.941</b>	<b>0.059</b>

**6. To appoint Shri Arun Kumar (DIN: 10627518) as Director (Government Nominee) of the Company.**

<b>ORDINARY RESOLUTION</b>								
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		70409769	66.489	68286444	2123325	96.984	3.016
	Poll	105896292	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	105896292	70409769	66.489	68286444	2123325	96.984	3.016
Public-Others	E-Voting		621141	0.370	603838	17303	97.214	2.786
	Poll	167687497		0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	167687497	621141	0.370	603838	17303	97.214	2.786
<b>GRAND TOTAL</b>		<b>562042373</b>	<b>359489494</b>	<b>63.961</b>	<b>357348866</b>	<b>2140628</b>	<b>99.405</b>	<b>0.595</b>

### Consolidated Scrutinizer's Report

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015)

To  
 The Chairman  
 Engineers India Limited  
 CIN: L74899DL1965GOI004352  
 Engineers India Bhawan, 1,  
 Bhikaji Cama Place, New Delhi-110066.

**Sub.: Consolidated Scrutinizer's Report on voting through remote e-voting and e-voting at the 59<sup>th</sup> Annual General Meeting ("AGM") of Engineers India Limited ("Company"), held on Wednesday, September 11, 2024, at 11:00 A.M. (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")**

Respected Madam,

I, Parul Jain, Managing Partner of M/s. VAP & Associates, Practicing Company Secretaries, have been appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed at their Board Meeting held on May 28, 2024, for the purpose of scrutinizing the voting process, i.e. remote e-voting and e-voting at AGM of the Company held on **Wednesday, September 11, 2024, at 11:00 A.M. (IST)** through VC/ OAVM facility in compliance with the provisions of Section 96, 101, 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, read with Circular No. 9/2023 dated September 25, 2023 and other circulars issued by the Ministry of Corporate Affairs ("MCA") ("MCA Circulars") and as per Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or reenactment(s) thereof, for the time being in force) read with 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") and other circulars issued by the SEBI ("SEBI Circulars") and to submit a report thereon to the Company on the resolutions forming part of the AGM Notice dated August 12, 2024 ("AGM Notice").

In compliance with the MCA Circulars and SEBI Circulars, the AGM Notice along with Annual Report for the Financial Year ("F.Y.") 2023-24 was sent by the Company on Friday, August 16, 2024 only by electronic mode to all those members, whose e-mail address were registered with the Company/ Registrar and Share Transfer Agent/ Depositories.



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The Company engaged National Securities Depository Limited ("NSDL") for providing services related to remote e-voting and e-voting at the AGM.

The members of the Company as on the "cut off" date i.e. Wednesday, September 4, 2024 were entitled to avail the facility of remote e-voting as well as e-voting at the AGM on the proposed resolutions as set out in the AGM Notice.

The remote e-voting period commenced on Saturday, September 7, 2024, at 09:00 A.M. (IST) and ended on Tuesday, September 10, 2024, at 05:00 P.M. (IST).

After completion of e-voting at the AGM, the votes cast through remote e-voting and e-voting at the AGM were unblocked on Wednesday, September 11, 2024, around 02.37 p.m. in the presence of two witnesses, Ms. Priyanka Singh and Ms. Shifa Badri, who are not in the employment of the Company.

The data of remote e-voting and e-voting at AGM was diligently scrutinized and reconciled with the records maintained by the Alankit Assignments Limited (RTA) and the authorizations lodged. Detailed registers were maintained containing the summary of results of remote e-voting and e-voting at the AGM.

The Management of the Company is responsible to ensure compliance with requirements of the Act and rules relating to remote e-voting prior 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 scrutinizers report of the votes cast in favour or against the resolutions. The consolidated summary of results of remote e-voting and e-voting at the AGM is annexed herewith as Annexure- A.

Countersigned by



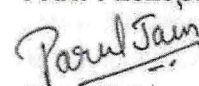
Chairman & Managing Director  
Engineers India Limited



Vartika Shukia  
Chairman & Managing Director  
Engineers India Ltd.  
(A Govt. of India Undertaking)  
1, Bhikaiji Cama Place  
New Delhi-110 066

Thanking you

For VAP & Associates  
Company Secretaries  
FRN: P2023UP098500



Parul Jain  
Managing Partner  
M. No. F8323, CP No. 13901  
Place: Delhi  
Date: 12.09.2024  
UDIN: F008323F001205574



Annexure- A

**Item No. 1:**

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on 31.03.2024, together with the Directors' Report and the Auditors' Report thereon and Comments of the Comptroller and Auditor General of India.

**Type of Resolution:** Ordinary Resolution

Particulars of Business	Votes in favor of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	1221	359396005	99.9865	54	3024	0.0008	Nil	
E-Voting at AGM	31	45560	0.0127	1	2	0		
Total	1252	359441565	99.9992	55	3026	0.0008		

**Result:** The Ordinary Resolution has been passed with requisite consent.



## Item No. 2:

To declare final dividend for the financial year ended 31.03.2024.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favor of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	1229	359437292	99.9866	50	2585	0.0007	Nil	
E-Voting at AGM	31	45560	0.0127	1	2	0		
Total	1260	359482852	99.9993	51	2587	0.0007		

Result: The Ordinary Resolution has been passed with requisite consent.





## Item No. 3:

To appoint a Director in place of Shri Rajiv Agarwal (DIN: 09748894), who retires by rotation and being eligible, offers himself for re-appointment.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favor of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	1181	359146390	99.9057	97	293196	0.0816	Nil	
E-Voting at AGM	31	45560	0.0127	1	2	0		
Total	1212	359191950	99.9184	98	293198	0.0816		

Result: The Ordinary Resolution has been passed with requisite consent.



## Item No. 4:

To appoint a Director in place of Shri Rajeev Gupta (DIN: 09839662), who retires by rotation and being eligible, offers himself for re-appointment.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favor of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	1124	332689846	92.5462	153	26749726	7.4411	Nil	
E-Voting at AGM	31	45560	0.0127	1	2	0.0000		
Total	1155	332735406	92.5589	154	26749728	7.4411		

Result: The Ordinary Resolution has been passed with requisite consent.



## Item No. 5:

To authorize Board of Directors of the Company to fix remuneration of Auditors for the Financial Year 2024-25.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favor of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	1200	359228664	99.9287	74	210704	0.0586	Nil	
E-Voting at AGM	31	45560	0.0127	1	2	0		
Total	1231	359274224	99.9414	75	210706	0.0586		

Result: The Ordinary Resolution has been passed with requisite consent.



## Item No. 6:

To appoint Shri Arun Kumar (DIN: 10627518) as Director (Government Nominee) of the Company.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favor of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	1185	357303306	99.3918	93	2140626	0.5955	Nil	
E-Voting at AGM	31	45560	0.0127	1	2	0		
Total	1216	357348866	99.4045	94	2140628	0.5955		

Result: The Ordinary Resolution has been passed with requisite consent.

