

CS/Voting Results/AGM/2024

Date: 01st October, 2024

To, The Listing Department BSE Limited Department of Corporate Affairs Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400 001	To, The Listing Department National Stock Exchange of India Ltd. Exchange Plaza, Plot No. C/1, G Block Bandra-Kurla Complex, Bandra (E) Mumbai - 400 051
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Dear Sir/Madam,

Subject : Voting Results in respect of the Businesses Conducted at the 41 AGM.
Reference : ISIN - INE02IJ01035; Scrip Id-544061; Scrip Code-AZAD

In Pursuance to Regulation 44 (3) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose Voting Results along with Scrutinizer's Report in respect of the Business Conducted at the 41 Annual General Meeting held on Friday, September 27, 2024, through Video Conferencing and Other Audio-Visual Means.

This is for your information and record.

Thanking you,

Yours truly,

For Azad Engineering Limited



Ful Kumar Gautam
(Company Secretary & Compliance Officer)
Membership No.: A49550

Encl.: As Above



Avinash Kumar Gupta
M.com, ACS
Peer Review Certificate No. 5706/2024

AVINASH GUPT & CO.
Company Secretaries

Consolidated Scrutinizer's Report

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

To,

The Chairman of 41st Annual General Meeting ("AGM")
Azad Engineering Limited
(CIN: U74210TG1983PLC004132)
90/C, 90/D, Phase 1, I.D.A, Jeedimetla,
Hyderabad, Telangana – 500055, India

Dear Sir,

Subject : Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the 41st Annual General Meeting ("AGM") of Azad Engineering Limited held on Friday, September 27, 2024 at 03:00 P.M. (IST) through Video Conferencing ("VC")/other Audio-Visual Means ("OAVM").

- I. I, Avinash Kumar Gupta, Company Secretary in Practice and Proprietor of M/s. Avinash Gupta & Co., Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of Azad Engineering Limited (**the "Company"**) for the purpose of:
 - a. Scrutinizing the process of voting through remote e-voting through electronic means under the provisions of Section 108 of The Companies Act, 2013 ("the Act") read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules") and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations") including any amendments thereof, on the resolutions contained in the notice dated September 03, 2024 ("**Notice**") issued in accordance with General Circular nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 02/2021 dated 13th January, 2021, 21/2021 dated 14th December, 2021, 2/2022 dated 5th May, 2022, 10/2022 dated 28th December, 2022 and 09/2023 dated 25th September 2023 issued by the Ministry of Corporate Affairs ("MCA") read with Circulars dated 12th May, 2020, 15th January, 2021, 13th May 2022, 5th January, 2023, Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October 2023 and other relevant circulars, if any, issued by the Securities and Exchange Board of India ("SEBI"), from time to time (hereinafter collectively referred to as "**the Circulars**"), calling the 41st Annual General Meeting of its Equity Shareholders ("**the Meeting**")/"**AGM**") through VC/OAVM. The AGM was convened on Friday, September 27, 2024

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Mobile No.: +91 -9579906069, Email: agupt22@gmail.com





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at 03:00 P.M. (IST) through VC/OAVM. The deemed venue for the Meeting was the Registered Office of the Company and

b. Scrutinizing the remote e-voting facility through electronic means i.e. "Insta-poll" provided to the Shareholders during the 41st Annual General Meeting ("AGM") through VC/OAVM and who had not cast their vote earlier.

2. The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means ("remote e-voting") and Insta Poll -voting at the AGM on the resolutions contained in the Notice convening 41st AGM of the Members of the Company. My responsibility as a Scrutinizer is restricted to scrutinize for the remote e-voting and for Insta Poll-voting at the 41st AGM in a fair and transparent manner and to ascertain requisite majority and is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" and/or "against" the resolutions stated in the AGM Notice, based on the report generated from the e-voting system provided by **M/s. KFin Technologies Limited** (hereinafter referred to as "**KFintech**"), the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide remote e-voting and insta poll voting facilities at AGM and the report generated electronically for insta-poll voting at the AGM. The Attendant Papers / relevant documents furnished to us electronically by the Company and/or KFintech for my verification.
3. The Shareholders of the Company holding Shares as on the "Cut-Off Date of September 19, 2024 were entitled to vote on the resolutions proposed as set out in the notice of the 41st Annual General Meeting to be held on September 27, 2024.
4. The Company had provided remote e-voting facility for its members as per provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 which remained opened Saturday, September 21, 2024 at 9:00 a.m. (IST) to Thursday, September 26, 2024 at 5:00 p.m. (IST) till that time e-voting was blocked by KFintech. After the Conclusion of the Meeting the Insta-poll voting process was kept open for the next 15 minutes to enable those members who have not voted through remote e-voting.
5. After the closure of Insta-poll voting at the 41st AGM, the report on Insta-poll voting done at the AGM and the votes cast under remote e-voting facility prior to the 41st AGM were unblocked in two phases; first on September 26, 2024 before the AGM and second September 27, 2024 after conclusion of the AGM in the presence of two witness viz, Ms. Priya Agrahari and Mr. Udit Raj Gupta, who are not in employment of the Company. They have given confirmation that the votes were unblocked in their presence.
6. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated and downloaded from the e-voting website of KFin Technologies Limited i.e. <https://evoting.kfintech.com/Login.aspx>. Based on the report generated by KFin

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Technologies Limited and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

I submit herewith the Consolidated Scrutinizer's Report on the result of the remote e-voting and Insta-poll, based on the reports generated by KFintech, scrutinized on test-check basis and relied by me as under:

ORDINARY BUSINESS

ITEM NO. 1: ORDINARY RESOLUTION:

TO CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024 AND TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON:

Particulars	Number of Members Casted Votes			Number of Votes Casted			Percent age (%)
	Remote E- Voting	Insta Poll	Total	Remote E- Voting	Insta Poll	Total	
Assent	450	2	452	47270397	5048	47275445	99.9999
Dissent	5	0	5	48	0	48	0.0001
Total	455	2	457	47270445	5048	47275493	100
Invalid Votes	0	0	0	0	0	0	0
Abstain	14	0	14	443	0	443	0

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 1 of the AGM Notice has been passed with requisite majority.

ITEM NO. 2: ORDINARY RESOLUTION:

TO APPOINT A DIRECTOR IN PLACE OF MR. VISHNU PRAMODKUMAR MALPANI (DIN: 10307319), DIRECTOR WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT:

Particulars	Number of Members Casted Votes	Number of Votes Casted	Percent age (%)
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	Remote E- Voting	Insta Poll	Total	Remote E- Voting	Insta Poll	Total	
Assent	411	2	413	44943279	5048	44948327	95.0774
Dissent	48	0	48	2327181	0	2327181	4.9226
Total	459	2	461	47270460	5048	47275508	100
Invalid Votes	0	0	0	0	0	0	0
Abstain	14	0	14	427	0	427	0

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 2 of the AGM Notice has been passed with requisite majority.

SPECIAL BUSINESS

ITEM NO. 3: ORDINARY RESOLUTION:

TO RE-DESIGNATE/PROMOTE/APPOINT MR. KARTIK CHOPDAR, HOLDING OFFICE OR PLACE OF PROFIT, AS PROJECT CONTROLLER (SENIOR MANAGEMENT) OF THE COMPANY AND REVISE THE UPPER LIMIT OF REMUNERATION THAT CAN BE PAID TO HIM DURING HIS TENURE, OVER A PERIOD OF NEXT 3 YEARS' TIME:

Particulars	Number of Members Casted Votes			Number of Votes Casted			Percent age (%)
	Remote E- Voting	Insta Poll	Total	Remote E- Voting	Insta Poll	Total	
Assent	402	2	404	44320083	5048	44325131	94.3526
Dissent	57	0	57	2653050	0	2653050	5.6474
Total	459	2	461	46973133	5048	46978181	100
Invalid Votes	1	0	1	297300	0	297300	0
Abstain	14	0	14	454	0	454	0

As per the provisions of Section 188 of the Companies Act, 2013 read with relevant rules, related party was not allowed to vote for voting on this resolution and accordingly, shareholding of related party was also not considered for this resolution.

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 3 of the AGM Notice has been passed with requisite majority.





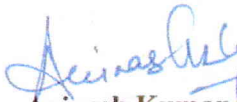

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The electronic data and all other relevant records relating to e-voting are under safe custody and will be handed over to Mr. Ful Kumar Gautam, Company Secretary and Compliance Officer of the Company, for preserving safely as provided in the Act read with the relevant Rules.

Thank you,
Yours Faithfully,

For Avinash Gupt & Co.



Avinash Kumar Gupt
Practicing Company Secretary
M No.: ACS 49151, COP No.: 22308
P R Certificate No. 5706/2024
UDIN: A049151F001395320

Countersigned by:
For Azad Engineering Limited



Mr. Rakesh Chopdar
Chairman & CEO

Date: 01.10.2024
Place: Singrauli

Date: 01.10.2024
Place: Hyderabad