

MAKARAND M.JOSHI & CO.

Company Secretaries

Ecstasy, 803/804, 8th Floor, City of Joy, J.S.D Road, Mulund (West), Mumbai- 400080 (Ph) 022-21678136

Consolidated Report of Scrutinizer on Remote e-voting and electronic voting at the Annual General Meeting (AGM)

To,
Shobha Shetty
Authorized Representative

Consolidated Scrutinizer's Report on voting through Remote E-voting and electronic voting at the AGM in terms of provisions of the Companies Act, 2013 (herein after the "ACT") read with the Rules issued there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- A. I, Makarand M. Joshi, Partner of M/s. Makarand M. Joshi & Co., Practicing Company Secretaries, appointed as Scrutinizer in the meeting of Board of Directors of the Company held on 6th August 2021 to conduct the following:
- (i) **Remote e-voting** process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
 - (ii) **Electronic Voting at the AGM** under the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the AGM held on Wednesday, 15th September 2021 at 11.30 AM (IST).
- B. Pursuant to Section 101, 108 of the Act and Rule 20 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company has confirmed that the Electronic copy of the Notice convening the AGM of the Company and explanatory statement along with the process of electronic voting at the AGM and remote e-voting were sent to the Members of the Company whose e-mail addresses were registered with the Company/the Depository Participant(s) for communication purposes in compliance with the MCA Circular dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and 13th January 2021 and SEBI Circular dated 12th May 2020 and 15th January, 2021.

- C. The Company had appointed National Securities Depository Limited (NSDL) for conducting the Electronic voting by the shareholders of the Company at the AGM. After the time fixed for closing of Electronic voting at AGM by the Chairman, voting was closed and votes cast were unblocked.
- D. The Company had availed the remote e-voting facility provided by NSDL for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Sunday, 12th September 2021 at 9.00 AM and ended on Tuesday, 14th September 2021 at 5.00 PM and the NSDL remote e-voting portal was blocked for voting thereafter.
- E. On the basis of the votes exercised by the shareholders of the Company by way of electronic voting at the AGM of the Company held on Wednesday, 15th September 2021, I have issued Scrutinizer's Report dated 16th September 2021.
- F. On the basis of the votes exercised by the shareholders of the Company through remote e-voting. I have issued separate Scrutinizer's Report dated 16th September 2021.

Date of AGM	15 th September 2021
Total number of shareholders on record date (i.e., as on 8th September 2021)	90,693
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter group	NA
Public	NA
No. of shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter group	4
Public	69

Resolution Item No. 1 - Ordinary Resolution:

To consider and adopt:

- a) The audited Financial Statement of the Company for the financial year ended March 31,2021 together with the Reports of the Board and Auditors thereon; and
- b) The audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2021 together with the Auditors thereon.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g 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	Promoter and Promoter Group	Remote E-Voting	26,17,43,109	26,04,53,109	99.51	26,04,53,109	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		26,04,53,109	99.51	26,04,53,109	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	7,19,87,649	61,63,979	8.56	61,63,979	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		61,63,979	8.56	61,63,979	0	100.00	0.00
3	Public-Others	Remote E-Voting	14,54,99,736	59,17,790	4.07	58,48,167	69,623	98.82	1.18
		E- Voting at AGM		18,508	0.01	18,508	0	100.00	0.00
		Total		59,36,298	4.08	58,66,675	69,623	98.83	1.17
Total			47,92,30,494	27,25,53,386	56.87	27,24,83,763	69,623	99.97	0.03

Resolution Item No. 2 - Ordinary Resolution:

To appoint Mr Rupen Patel (DIN: 00029583) as a Director who retires by rotation and being eligible offers himself for re-appointment.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g 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	Promoter and Promoter Group	Remote E-Voting	26,17,43,109	26,04,53,109	99.51	26,04,53,109	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		26,04,53,109	99.51	26,04,53,109	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	7,19,87,649	61,63,979	8.56	61,63,979	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		61,63,979	8.56	61,63,979	0	100.00	0.00
3	Public-Others	Remote E-Voting	14,54,99,736	59,15,510	4.07	58,36,115	79,395	98.66	1.34
		E- Voting at AGM		18,508	0.01	18,508	0	100.00	0.00
		Total		59,34,018	4.08	58,54,623	79,395	98.66	1.34
Total			47,92,30,494	27,25,51,106	56.87	27,24,71,711	79,395	99.97	0.03

Resolution Item No. 3 - Ordinary Resolution:

Appointment of Branch Auditor

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g 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	Promoter and Promoter Group	Remote E-Voting	26,17,43,109	26,04,53,109	99.51	26,04,53,109	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		26,04,53,109	99.51	26,04,53,109	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	7,19,87,649	61,63,979	8.56	61,63,979	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		61,63,979	8.56	61,63,979	0	100.00	0.00
3	Public-Others	Remote E-Voting	14,54,99,736	59,17,790	4.07	52,81,262	6,36,528	89.24	10.76
		E- Voting at AGM		18,508	0.01	18,508	0	100.00	0.00
		Total		59,36,298	4.08	52,99,770	6,36,528	89.28	10.72
Total			47,92,30,494	27,25,53,386	56.87	27,19,16,858	6,36,528	99.77	0.23

Resolution Item No. 4 - Special Resolution:

Re-appointment of Ms Kavita Shirvaikar as Whole-time Director

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g 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	Promoter and Promoter Group	Remote E-Voting	26,17,43,109	26,04,53,109	99.51	26,04,53,109	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		26,04,53,109	99.51	26,04,53,109	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	7,19,87,649	61,63,979	8.56	61,63,979	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		61,63,979	8.56	61,63,979	0	100.00	0.00
3	Public-Others	Remote E-Voting	14,54,99,736	59,17,672	4.07	58,37,719	79,953	98.65	1.35
		E- Voting at AGM		18,508	0.01	18,508	0	100.00	0.00
		Total		59,36,180	4.08	58,56,227	79,953	98.65	1.35
Total			47,92,30,494	27,25,53,268	56.87	27,24,73,315	79,953	99.97	0.03

Resolution Item No. 5 - Special Resolution:

Re-appointment of Mr Sunil Sapre as Whole-time Director

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g 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	Promoter and Promoter Group	Remote E-Voting	26,17,43,109	26,04,53,109	99.51	26,04,53,109	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		26,04,53,109	99.51	26,04,53,109	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	7,19,87,649	61,63,979	8.56	61,63,979	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		61,63,979	8.56	61,63,979	0	100.00	0.00
3	Public-Others	Remote E-Voting	14,54,99,736	59,17,770	4.07	58,37,644	80,126	98.65	1.35
		E- Voting at AGM		18,508	0.01	18,508	0	100.00	0.00
		Total		59,36,278	4.08	58,56,152	80,126	98.65	1.35
Total			47,92,30,494	27,25,53,366	56.87	27,24,73,240	80,126	99.97	0.03

Resolution Item No. 6 - Special Resolution:

Variation in terms of Remuneration to Mr Rupen Patel, Chairman and Managing Director for the period of April 01, 2021 to March 31, 2024

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g 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	Promoter and Promoter Group	Remote E-Voting	26,17,43,109	26,04,53,109	99.51	26,04,53,109	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		26,04,53,109	99.51	26,04,53,109	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	7,19,87,649	61,63,979	8.56	61,63,979	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		61,63,979	8.56	61,63,979	0	100	0.00
3	Public-Others	Remote E-Voting	14,54,99,736	59,17,770	4.07	52,51,559	6,66,211	88.74	11.26
		E- Voting at AGM		18,508	0.01	18,508	0	100.00	0.00
		Total		59,36,278	4.08	52,70,067	6,66,211	88.78	11.22
Total			47,92,30,494	27,25,53,366	56.87	27,18,87,155	6,66,211	99.76	0.24

Resolution Item No. 7 - Special Resolution:

Variation in terms of Remuneration to Ms Kavita Shirvaikar, Whole Time Director for the period of April 01, 2021 to March 31, 2022

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g 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	Promoter and Promoter Group	Remote E-Voting	26,17,43,109	26,04,53,109	99.51	26,04,53,109	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		26,04,53,109	99.51	26,04,53,109	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	7,19,87,649	61,63,979	8.56	61,63,979	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		61,63,979	8.56	61,63,979	0	100.00	0.00
3	Public-Others	Remote E-Voting	14,54,99,736	59,17,335	4.07	52,50,342	6,66,993	88.73	11.27
		E- Voting at AGM		18,508	0.01	18,508	0	100.00	0.00
		Total		59,35,843	4.08	52,68,850	6,66,993	88.76	11.24
Total			47,92,30,494	27,25,52,931	56.87	27,18,85,938	6,66,993	99.76	0.24

Resolution Item No. 8 - Special Resolution:

Raising of Funds

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g 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	Promoter and Promoter Group	Remote E-Voting	26,17,43,109	26,04,53,109	99.51	26,04,53,109	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		26,04,53,109	99.51	26,04,53,109	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	7,19,87,649	61,63,979	8.56	61,63,979	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		61,63,979	8.56	61,63,979	0	100.00	0.00
3	Public-Others	Remote E-Voting	14,54,99,736	59,15,430	4.07	58,32,790	82,640	98.60	1.40
		E- Voting at AGM		18,508	0.01	18,508	0	100.00	0.00
		Total		59,33,938	4.08	58,51,298	82,640	98.61	1.39
Total			47,92,30,494	27,25,51,026	56.87	27,24,68,386	82,640	99.97	0.03

Resolution Item No. 9 - Ordinary Resolution:

Ratification of remuneration payable to M/s Vaibhav M Gandhi & Associates, Cost Auditors of the Company for FY 2020-2021

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g 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	Promoter and Promoter Group	Remote E-Voting	26,17,43,109	26,04,53,109	99.51	26,04,53,109	0	100	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		26,04,53,109	99.51	26,04,53,109	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	7,19,87,649	61,63,979	8.56	61,63,979	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		61,63,979	8.56	61,63,979	0	100.00	0.00
3	Public-Others	Remote E-Voting	14,54,99,736	59,17,680	4.07	52,74,886	6,42,794	89.14	10.86
		E- Voting at AGM		18,508	0.01	18,508	0	100.00	0.00
		Total		59,36,188	4.08	52,93,394	6,42,794	89.17	10.83
Total			47,92,30,494	27,25,53,276	56.87	27,19,10,482	6,42,794	99.76	0.24

As requested by the management, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of the Electronic voting facilitated at the AGM.

It is to be noted that:

1. Voting rights on the shares transferred to 'Unclaimed Suspense Account' and those shares transferred to the 'Investor Education and Protection Fund' are frozen.
2. The votes cast do not include invalid votes & abstained votes.
3. All the aforesaid resolutions were passed with requisite majority.

Thanking you,
Yours faithfully,

**For Makarand M. Joshi & Co.,
Company Secretaries**

Digitally signed by MAKARAND MADHUSUDAN JOSHI
DN: cn=MAKARAND MADHUSUDAN JOSHI, o=IN,
st=Maharashtra, cn=Personal,
serialNumber=ba4609a399287838241404700ee8d3949
aa4baab642ed997a83906687ca030f
Date: 2021.09.16 10:25:16 +05'30'

**Makarand Joshi
Partner
CP No. 3662
Place: Mumbai
Date: 16.09.2021**

For Patel Engineering Limited

**Shobha
Ranjit Shetty**

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Shobha Ranjit Shetty
Date: 2021.09.16
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**Shobha Shetty
Company Secretary
Place: Mumbai
Date: 16.09.2021**