

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

To
Mr. Rupen Patel
Chairman

of 71st Annual General Meeting (AGM) of the shareholders of Patel Engineering Limited (**hereinafter the "Company"**), held on Monday, September 28, 2020 at 11.30 a.m through video conferencing ("VC") /other audio-visual means (OVAM)

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 28th August, 2020 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 Companies Act, 2013 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, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the 71st AGM held on Monday, September 28, 2020 at 11.30 a.m.
- 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), Company has confirmed that the Electronic copy of the Notice convening the 71st AGM of the Company along with the process of electronic voting at the AGM and the remote e-voting were sent to the shareholders whose e-mail addresses are registered with the Company/Depository Participant(s) for communication purposes in compliance with MCA Circulars dated 5th May, 2020 read with circulars dated 8th April, 2020 and 13th April, 2020 and SEBI Circular dated 12th May, 2020.
- C. The Company had appointed Link Intime India Private Limited 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 Link Intime India Private Limited for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Friday, September 25, 2020 at 09.00 a.m. and ended on Sunday, September 27, 2020 at 5.00 p.m. and the Link Intime India Private Limited 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 Monday, September 28, 2020, I have issued Scrutinizer's Report dated September 28, 2020.
- 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 September 28, 2020.

Date of AGM	September 28, 2020
Total number of shareholders on record date (i.e. as on 21st September, 2020)	58353
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	35

Resolution Item No. 1 - Ordinary Resolution:

To consider and adopt :-

- a. the audited Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board and the Auditors thereon.
- b. the audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020, together with the Report of 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	261743109	261743109	100.0000	261743109	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		261743109	100.0000	261743109	0	100.0000	0.0000
2	Public - Institutional holders	Remote E-Voting	74272980	6035905	8.1266	6035905	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		6035905	8.1266	6035905	0	100.0000	0.0000
3	Public-Others	Remote E-Voting	81361673	2372830	2.9164	2372780	50	99.9979	0.0021
		E- Voting at AGM		5910	0.0073	5910	0	100.0000	0.0000
		Total		2378740	2.9237	2378690	50	99.9979	0.0021
Total			417377762	270157754	64.7274	270157704	50	100.0000	0.0000

Resolution Item No. 2 - Ordinary Resolution:

To appoint a Director in place of Mr. Sunil Sapre (DIN: 05356483) 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	261743109	261743109	100.0000	261743109	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		261743109	100.0000	261743109	0	100.0000	0.0000
2	Public - Institutional holders	Remote E-Voting	74272980	6035905	8.1266	6035905	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		6035905	8.1266	6035905	0	100.0000	0.0000
3	Public-Others	Remote E-Voting	81361673	2372980	2.9166	2372812	168	99.9929	0.0071
		E- Voting at AGM		5910	0.0073	5910	0	100.0000	0.0000
		Total		2378890	2.9239	2378722	168	99.9929	0.0071
Total			417377762	270157904	64.7274	270157736	168	99.9999	0.0001

Resolution Item No. 3 - Special Resolution:

Waiver of recovery of managerial remuneration paid to Mr. Rupen Patel, Chairman & Managing Director for the financial year ended March 31, 2020.

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	261743109	261743109	100.0000	261743109	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		261743109	100.0000	261743109	0	100.0000	0.0000
2	Public - Institutional holders	Remote E-Voting	74272980	6035905	8.1266	0	6035905	0.0000	100.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		6035905	8.1266	0	6035905	0.0000	100.0000
3	Public-Others	Remote E-Voting	81361673	2372966	2.9166	2372793	173	99.9927	0.0073
		E- Voting at AGM		5910	0.0073	5910	0	100.0000	0.0000
		Total		2378876	2.9239	2378703	173	99.9927	0.0073
Total			417377762	270157890	64.7274	264121812	6036078	97.7657	2.2343

Resolution Item No. 4 - Special Resolution:

Waiver of recovery of managerial remuneration paid to Ms. Kavita Shirvaikar, Whole Time Director for the financial year ended March 31, 2020

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	261743109	261743109	100.0000	261743109	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		261743109	100.0000	261743109	0	100.0000	0.0000
2	Public - Institutional holders	Remote E-Voting	74272980	6035905	8.1266	0	6035905	0.0000	100.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		6035905	8.1266	0	6035905	0.0000	100.0000
3	Public-Others	Remote E-Voting	81361673	2372966	2.9166	2372793	173	99.9927	0.0073
		E- Voting at AGM		5910	0.0073	5910	0	100.0000	0.0000
		Total		2378876	2.9239	2378703	173	99.9927	0.0073
Total			417377762	270157890	64.7274	264121812	6036078	97.7657	2.2343

Resolution Item No. 5 - Special Resolution:

Waiver of recovery of managerial remuneration paid to Mr. Sunil Sapre, Whole Time Director for the financial year ended March 31, 2020

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	261743109	261743109	100.0000	261743109	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		261743109	100.0000	261743109	0	100.0000	0.0000
2	Public - Institutional holders	Remote E-Voting	74272980	6035905	8.1266	0	6035905	0.0000	100.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		6035905	8.1266	0	6035905	0.0000	100.0000
3	Public-Others	Remote E-Voting	81361673	2372966	2.9166	2372793	173	99.9927	0.0073
		E- Voting at AGM		5910	0.0073	5910	0	100.0000	0.0000
		Total		2378876	2.9239	2378703	173	99.9927	0.0073
Total			417377762	270157890	64.7274	264121812	6036078	97.7657	2.2343

Resolution Item No. 6 - Special Resolution:

Waiver of recovery of managerial remuneration paid to Mr. Chittaranjan Kumar Singh, Whole Time Director for the financial year ended March 31, 2020.

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	261743109	261743109	100.0000	261743109	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		261743109	100.0000	261743109	0	100.0000	0.0000
2	Public - Institutional holders	Remote E-Voting	74272980	6035905	8.1266	0	6035905	0.0000	100.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		6035905	8.1266	0	6035905	0.0000	100.0000
3	Public-Others	Remote E-Voting	81361673	2372966	2.9166	2372793	173	99.9927	0.0073
		E- Voting at AGM		5910	0.0073	5910	0	100.0000	0.0000
		Total		2378876	2.9239	2378703	173	99.9927	0.0073
Total			417377762	270157890	64.7274	264121812	6036078	97.7657	2.2343

Resolution Item No. 7 - Special Resolution:

Payment of Remuneration to Mr. Rupen Patel, Chairman & Managing Director for the period April 1, 2020 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	261743109	261743109	100.0000	261743109	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		261743109	100.0000	261743109	0	100.0000	0.0000
2	Public - Institutional holders	Remote E-Voting	74272980	6035905	8.1266	6035905	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		6035905	8.1266	6035905	0	100.0000	0.0000
3	Public-Others	Remote E-Voting	81361673	2372980	2.9166	2372812	168	99.9929	0.0071
		E- Voting at AGM		5910	0.0073	5910	0	100.0000	0.0000
		Total		2378890	2.9239	2378722	168	99.9929	0.0071
Total			417377762	270157904	64.7274	270157736	168	99.9999	0.0001

Resolution Item No. 8 - Special Resolution:

Payment of remuneration to Ms. Kavita Shirvaikar, Whole Time Director for the period April 1, 2020 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	261743109	261743109	100.0000	261743109	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		261743109	100.0000	261743109	0	100.0000	0.0000
2	Public - Institutional holders	Remote E-Voting	74272980	6035905	8.1266	6035905	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		6035905	8.1266	6035905	0	100.0000	0.0000
3	Public-Others	Remote E-Voting	81361673	2372980	2.9166	2372812	168	99.9929	0.0071
		E- Voting at AGM		5910	0.0073	5910	0	100.0000	0.0000
		Total		2378890	2.9239	2378722	168	99.9929	0.0071
Total			417377762	270157904	64.7274	270157736	168	99.9999	0.0001

Resolution Item No. 9 - Special Resolution:

Payment of Remuneration to Mr. Sunil Sapre, Whole Time Director for the period April 1, 2020 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	261743109	261743109	100.0000	261743109	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		261743109	100.0000	261743109	0	100.0000	0.0000
2	Public - Institutional holders	Remote E-Voting	74272980	6035905	8.1266	6035905	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		6035905	8.1266	6035905	0	100.0000	0.0000
3	Public-Others	Remote E-Voting	81361673	2372980	2.9166	2372812	168	99.9929	0.0071
		E- Voting at AGM		5910	0.0073	5910	0	100.0000	0.0000
		Total		2378890	2.9239	2378722	168	99.9929	0.0071
Total			417377762	270157904	64.7274	270157736	168	99.9999	0.0001

Resolution Item No. 10 - Ordinary Resolution:

Ratification of remuneration payable to M/s. Vaibav M. Gandhi & Associates, Cost Auditors of the Company for FY 2019 -20.

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	261743109	261743109	100.0000	261743109	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		261743109	100.0000	261743109	0	100.0000	0.0000
2	Public - Institutional holders	Remote E-Voting	74272980	6035905	8.1266	6035905	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		6035905	8.1266	6035905	0	100.0000	0.0000
3	Public-Others	Remote E-Voting	81361673	2372980	2.9166	2372832	148	99.9938	0.0062
		E- Voting at AGM		5910	0.0073	5910	0	100.0000	0.0000
		Total		2378890	2.9239	2378742	148	99.9938	0.0062
Total			417377762	270157904	64.7274	270157756	148	99.9999	0.0001

G. 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 does not include abstained votes.
3. All the aforesaid resolutions were passed with requisite majority.

Thanking you,
Yours faithfully,

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

For Patel Engineering Limited

**Makarand Joshi
Partner
CP No. 3662
Place: Mumbai
Date: 28th September, 2020**

**Rupen Patel
Chairman
DIN: 00029583
Place: Mumbai
Date: 28th September, 2020**