

#### 16th September 2020

Corporate Relationship Department, **BSE Limited**, Phiroze Jeejeebhoy Towers, Dalal Street, Fort Mumbai - 400 001

Dear Sir/ Madam.

Sub: Submission of Voting Results and Scrutinizer's Report of 41st Annual General Meeting

held on 15th September 2020

Ref: Security Code - 522134

In continuation to the earlier disclosure regarding the Outcome of Annual General Meeting (AGM) and in compliance with the Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed the following:

- 1. Voting Results as required under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure 1**.
- 2. Report of the Scrutinizer dated 16<sup>th</sup> September 2020 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 (4) of the Companies (Management and Administration) Rules, 2014 as **Annexure 2**.

The same will also be available on the website of the Company at www.artson.net

Kindly take this on records.

Yours Truly,

For Artson Engineering Limited

Deepak Tibrewal

Company Secretary FCS 8925

Encl: as above



# 41st Annual General Meeting Voting Results

Date of Annual General Meeting	15 <sup>th</sup> September 2020
Total Number of shareholders on Record date (i.e. 08 <sup>th</sup> September 2020, cut-off date for voting purpose)	12933
Number shareholders present in the Meeting either in person or through proxy:  Promoters and Promoter Group  Public	The Meeting was held through Video Conferencing
Number of shareholders attended the Meeting through Video Conferencing  Promoters and Promoter Group  Public	01 58



Public - Non-Institutions Promoter and Institutions Promoter Category Public-Group Description of resolution considered Whether promoter/promoter group are interested in the agenda/resolution? Resolution required: (Ordinary / Special) Postal Ballot (if applicable) Poll E-Voting E-Voting Postal Ballot (if applicable) Total Poll Poll Postal Ballot (if applicable) E-Voting Mode of voting Total No. of shares 36920000 9224955 27690000 9224955 27690000 Ξ 5045 5045 No. of votes 27776534 polled 27690000 27690000 (2) 86534 86534 0 0 0 Resolution (1) Ordinary To receive, consider and adopt the Audited Financial Statements of the Company for the financial (3)=[(2)/(1)]\*100 Year ended 31st March 2020, together with the Reports of the Board of Directors and the Auditors outstanding % of Votes polled on shares 100.0000 75.2300 100.0000 0.9380 0.9380 0 0 0 0 Whether resolution is passed or not No. of votes in favour 27776529 27690000 27690000 4 86529 86529 0 0 0 0 0 No. of votes against (5) S S 0 0 U 0 0 0 0 0 0 (6)=[(4)/(2)]\*100 favour on votes % of votes in 99,9999 99.9942 99,9942 100.0000 100.0000 0 0 0 0 (7)=[(5)/(2)]\*100 against on votes % of Votes 0.000018 0.0057 0.0057 0.0000 0.0000 0 0

ANNEXURE -1

Category N Promoter and Promoter Group Public Institutions	No. of Vo
ategory	No. of Votes
romoter and Promoter Group	
Public Institutions	
Public - Non-Institutions	



YES

	s passed or not	Whether resolution is passed or not	×				
	5	27776529	75.2300	27770334			
28	5	86529	0.9380	77776674	36920000	Total	Ieroi
	0	0	0	80000	9224955	Total	•
-	0	0	0	0 0		Postal Ballot (if applicable)	Institutions
-	5	86529	0.9380	00004	9224955	Poll	rugiic - Non-
0	0	0		75238		t-Voting	
0	0	0	0 0	0	5045	Total	
0	0	0	0	0 0		Postal Ballot (if applicable)	Suommism
0	0	0	0	0 0	5045	Poll	Public-
0		27690000	DOODO DOT	200000		E-Voting	
0	0	0	100000	27690000	27690000	Total	
0	0	C		0		rostal ballot (if applicable)	Group
C		200000	0	0	2/690000	Post- P-II - Si	Fromoter
(6)=[(4)/(2)]*100	(5)	27590000	100.0000	27690000		Poll Bull	Promoter and
-			(3)=[(2)/(1)]*100	(2)	(1)	E Wasi	
% of votes in favour on votes	No. of votes – against	No. of votes – in favour	polled on outstanding	No. of votes polled	No. of shares held	Mode of voting	Category
eshpar	Vinayak K. De self for re-appo	ro appoint a Director in place of Mr. Vinayak K. Deshpande (DIN: 00036827), who retires by	rotation and, being				
			No	esointion:	0	Description of resolution considered	Description of
			Ordinary	psolution?	ted in the agenda/r	Whether promoter/promoter group are interested in the agenda/resolution?	Whether prom
			vesointion (7)			Jired: (Ordinary / Special)	bay upitaling
			Resolution (2)			Whether required: (Ordinary / Special)	tion req

of Votes
NO. Of Votes
0
0
2



Public - Non-Institutions	Public Institutions	Promoter and Promoter Group	Category	Details of Invalid Vote
0 (	<b>O</b>		No. of Votes	/otes

			lotal	•	7	-	Public - Non-			Suprimum	1	Public		-	Promoter	Promoter and		1	Category	pescription of res	Tomother promoth	Whather
			Total	Total	(algebraid (it applicable)	Onetal Ballot /:	Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	Surroy-	Total	Postal Ballot (if applicable)	Poll	E-Voting		wode of voting		rescription of resolution considered	Poterinting promoter/promoter group are interested in the agenda/resolution?	Whather equired: (Ordinary / Special)
		00007690	3600000	9224955		9224955		2000	5045		5045		27690000		27690000		(1)	held	No of the		sted in the agenda/	
		27776534	80534	00000	5	0	86534	0	0 0	0 0	0 0	0	27690000	0 0	0	27690000	(2)	No. of votes polled		and the second	resolution	
	1	75.2300	0.9380	0		0	0.9380	0	0	0		0000000	100 0000	0	100.000	001.[(1)/(2)]-(6)	shares	polled on outstanding	% of Votes	Appointment of M	leibade	resolution (3)
witerier resolution is passed or not	Whatha	27776529	86529	0	0	67500	00.000	0	0	0	0	2/690000	0	0	00006977	(4)		No. of votes – in favour	r. Junii Sheshagirir			
is passed or not	5	7 0		0	0	Un	0		0	0	0	0	0	0	0	(5)		No. of votes -	ao Potdar (DIN: 00			
YES	99,9999	99.9942			0	99.9942	0	0				100,0000	0	0	100 0000	(6)=[(4)/(2)]*100	polled	% of votes in favour on votes	% of Votes			
	0.000018	0.0057	0	0	,000.0	0 0057	0	0	0	0	0.0000	0.000		0,000	+	(7)=[(5)/(2)]*100	polled	% of Votes	cutive Director.			



Details of Invalid Votes	es
Category	No of Votos
	NO. OF VOIES
Promoter and Promoter Group	0
Public Institution	
	0
Public - Non-Institutions	

	Total	Public - Non- Institutions		Public- Institutions		Promoter and Promoter Group		Category		Description of r	Whether promi	Resolution requ
	Total Total	Postal Ballot (if applicable)	Total	E-Voting Poll Postal Ballot (if applicable)	Total	Poll Postal Ballot (if applicable)		Mode of voting		Description of resolution considered	oter/promoter group are inter-	Resolution required: (Ordinary / Special)
	9224955 36920000	9224955	5045	5045	27690000	27690000	(£)	No. of shares held		sted in the agenda/		
	86534 27776534	86534	0 0	0 0 0	7760000	27690000	(2)	No. of votes polled		resolution?		
-	0.9380 75.2300	0.9380	0	100.0000	0	100.0000	shares	polled on outstanding	Appointment of	No	Special	Resolution (4)
Whether resolution is passed or not	86529 27776529	86529 0	0	27690000 0	0	27690000 0		No. of votes –	Mr. Sunil Sheshagirir			
is passed or not	5 0	0 5 0	0	000	0	(5)	1Suip Sp	No. of votes -	ao Potdar (DIN: 00			
99.9999 YES	99,9942	99.9942	0	100.0000	0 0	(6)=[(4)/(2)]*100 100.0000	polled	% of votes in favour on votes	Appointment of Mr. Sunil Sheshagirirao Potdar (DIN: 00177142) as Independent Director			
0.	0.0057	0.0057	0	0.0000	0	(7)=[(5)/(2)]*100	polled	% of Votes	dent Director			



	1	Whether reso
27776534	75.2300	75.2300 27776529
4000	0.9380	0.9380 86529
2	2000	
0		
> 1	0.938	
06530		
00		
0 0		
2 0		
. 16	100.0000	
5 .		
0 0		
5 6	100.00t	2/8900
27690000	1	100 0000
	(3)=(17)/(1)1*100	
No. of votes polled	polled on outstanding shares	polled on No. of votes – outstanding in favour shares
	Appointment of Mr.	Appointment of Mr. Arvind Chokhany (DIN: 06668147) as non-executive Director
1		
	No.	Z .
	Special	Special

Details of Invalid Votes	tes
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non-Institutions	0 (



Details of Invalid Votes	tes
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	0
Public - Non-Institutions	0

Details of Invalid Votes	tes
Category	No. of Votes
Promoter and Promoter Con-	
Fromoter and Promoter Group	0
Public Institutions	2
Public - Non-Institutions	

9
27776534
86534
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9
- 1
27690000
27690000
polled



Related party Transactions % of Votes polled on outstanding in fi shares (3)=[(2)/(1)]*100 ( 0 0 0	No. of shares   No. of votes   Mo.
Related party Transactions % of Votes polled on outstanding in fi shares (3)=[(2)/(1)]*100 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	Related party Transactions (RPTs) with Tata Projects Limited (TPL)   % of Votes
Related party Transactions (RPTs) with Tata Projects Lime	(RPTs) with Tata Projects Limited (TPL)  votes – No. of votes – against polled  4) (5) (6)=[(4)/(2)]*10  0 0 0 0  0 0 0  0 0 0  0 0 0  0 0 0  0 0 0  0 0 0  0 0 0  0 0 0  0 0 0 0  0 0 0  0 0 0  0 0 0  0 0 0  0 0 0  0 0 0  0 0 0  0 0 0  0 0 0  0 0 0  0 0 0  0 0 0  0 0 0  0 0 0  0 0 0  0 0 0  0 0 0  0 0 0 0  0 0 0  0 0 0 0  0 0 0 0  0 0 0 0  0 0 0 0  0 0 0 0  0 0 0 0  0 0 0 0  0 0 0 0 0  0 0 0 0 0  0 0 0 0 0  0 0 0 0 0  0 0 0 0 0  0 0 0 0 0  0 0 0 0 0  0 0 0 0 0 0  0 0 0 0 0 0  0 0 0 0 0 0  0 0 0 0 0 0  0 0 0 0 0 0 0  0 0 0 0 0 0 0  0 0 0 0 0 0 0  0 0 0 0 0 0 0  0 0 0 0 0 0 0 0  0 0 0 0 0 0 0 0  0 0 0 0 0 0 0 0  0 0 0 0 0 0 0 0  0 0 0 0 0 0 0 0 0  0 0 0 0 0 0 0 0 0 0  0 0 0 0 0 0 0 0 0 0  0
No. of votes – in favour  (4) (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	(RPTs) with Tata Projects Limited (TPL)  votes - No. of votes - % of votes in favour on vote polled  4) (5) (6)=[(4)/(2)]*10  0 0 0 0  0 0 0
No. of votes – against  (5)  0  0  0  0  5	//(2)]*10 (/(2)]*10 (
	votes in on vote illed liled ((2))*10 ((2))*10 ((2))*20 (

Resolution required: (Ordinary / Special)
Whether promoter/promoter group are interested in the agenda/resolution?
Description of resolution considered

Resolution (8)
Special
Yes

**Practising Company Secretary** 

#### REPORT OF SCRUTINIZER

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21 (2) of the Companies (Management and Administration) Rules, 2014]

To,

Mr. Vinayak Deshpande Chairman of 41st Annual General Meeting Artson Engineering Limited

41st Annual General Meeting of the Equity Shareholders of Artson Engineering Limited held on Tuesday, 15 September 2020 at 3.00 p.m. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")

Dear Sir,

- I, Vishram Narayan Panchpor, Practising Company Secretary [ACS 20057, CP No. 13027], was appointed by the Board of Directors of Artson Engineering Limited ("the Company") as the Scrutinizer for the purpose of scrutinizing the remote e-voting facility made available to the Members and also scrutinizing the e-voting process conducted during the VC/ OAVM proceedings at the AGM for all the resolutions contained in the notice of the AGM.
- 2. I submit my **combined report** on the results of remote e-voting together with that of e-voting at the AGM as under:

#### 3. Remote e-voting

- 3.1. The Company had availed remote e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting Remote E-voting by the Members of the Company.
- 3.2. The Members of the Company holding shares as on the "cut-off date" i.e. **Tuesday**, 8 **September 2020** were entitled to vote on the Resolutions as set out in Sr. Nos. 1 to 8 of the Notice dated 31 July 2020.
- 3.3. In terms of the Notice dated 31 July 2020 and pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015, the remote e-voting period commenced on **Friday, 11 September 2020** at 9.00 a.m. and ended on **Monday, 14 September 2020** at 5.00 p.m. The said facility was blocked thereafter.

**Practising Company Secretary** 

- 3.4. Votes cast through remote e-voting facility by Corporate/ Institutional Members who have emailed the scanned certified true copy of the Board Resolution/ Power of Attorney/ Authority Letter at email ID vnp.scrutinizer@gmail.com, evoting@nsdl.com or who have uploaded on the designated website www.evoting.nsdl.com have been considered valid.
- 3.5. The Resolutions proposed to be considered through remote e-voting were not withdrawn.

### 4. Voting during VC/ OAVM proceedings at the Annual General Meeting

- 4.1. The Company had made arrangements for voting through Voting System during the VC/ OAVM proceedings at the Annual General Meeting for Members who had not cast their vote through remote e-voting.
- 5. As a Scrutinizer of the process, my responsibility is restricted to ensure the process to be carried on in fair and transparent manner and to report on the votes cast in 'favour' and 'against' the Resolution Nos. 1 to 8 as comprised in the Notice dated 31 July 2020.
- 6. Based on the information and records made available from the official website of National Securities Depository Limited for the remote e-voting process as well as the Voting process during the Annual general Meeting, I now submit a consolidated result of the votes cast at the 41st Annual general Meeting as under:

Resolution No. 1		To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2020 together with the Reports of the Board of Directors and Auditors thereon.					
Ordinary Resolution							
(i)	(i) Voted <b>in favour</b> of the resolution:						
Vote cast through		Number of ballots	Number of e-votes	% of total e-votes			
Remote e-voting		67	2,77,76,529	99.99998%			
(ii)	Voted agains	st the resolution:					
Vote cast through		Number of ballots	Number of e-votes	% of total e-votes			
Remote e-voting		5	5 5				
The Company had made arrangements for voting during the Annual General							
Meeting. No votes were cast during the Annual General Meeting.							
Result: Resolution approved with requisite majority.							

Practising Company Secretary

Resolution No. 2		Desi	hpand	t a Director in place e (DIN: 00036827), nd, being eligible, of ent.	who retires by		
	Ordinary Resolution						
(i)	Voted in fav	our of the resolution:					
Vote cast through Number		Number of ba	allots	Number of e-votes	% of total e-votes		
Remote e-voting			67	2,77,76,529	99.99998%		
(ii)	Voted agains	st the resolution	n:				
Vote	Vote cast through Number		allots	Number of e-votes	% of total e-votes		
Remote e-voting			5	5	0.00002%		
The Company had made arrangements for voting during the Annual General							
Meet	Meeting. No votes were cast during the Annual General Meeting.						
Resu	Result: Resolution approved with requisite majority.						

Resolution No. 3		Appointment of Mr. Sunil Sheshagirirao Potdar (DIN: 00177142) as non-executive Director					
	Ordinary Resolution						
(i)	(i) Voted <b>in favour</b> of the resolution:						
Vote cast through Numb		Number	r of ballots	Number of e-votes	% of total e-votes		
Remo	Remote e-voting		67	2,77,76,529	99.99998%		
(ii)	Voted agains	<b>st</b> the reso	t the resolution:				
Vote	Vote cast through Numb		r of ballots	Number of e-votes	% of total e-votes		
Remote e-voting		5	5	0.00002%			
The 0	The Company had made arrangements for voting during the Annual General						
Meet	Meeting. No votes were cast during the Annual General Meeting.						
Resu	lt: Resolution	approved	l with requi	site majority.			

Practising Company Secretary

Resolution No. 4		Appointment of Mr. Sunil Sheshagirirao Potdar (DIN: 00177142) as Independent Director					
	Ordinary Resolution						
(i) Voted <b>in favour</b> of the resolution:							
Vote cast through Number		Numbe	r of ballots	Number of e-votes	% of total e-votes		
Remo	Remote e-voting		67	2,77,76,529	99.99998%		
(ii)	Voted agains	st the reso	st the resolution:				
Vote	Vote cast through Number		r of ballots	Number of e-votes	% of total e-votes		
Remote e-voting		5	5	0.00002%			
The 0	The Company had made arrangements for voting during the Annual General						
Meet	Meeting. No votes were cast during the Annual General Meeting.						
Resu	Result: Resolution approved with requisite majority.						

Reso	lution No. 5		ent of Mr. Arvind as non-executive Dire	•			
	Ordinary Resolution						
(i) Voted <b>in favour</b> of the resolution:							
Vote cast through Number		Number of ballots	Number of e-votes	% of total e-votes			
Remote e-voting		67	2,77,76,529	99.99998%			
(ii)	Voted agains	et the resolution:					
Vote	cast through	Number of ballots	Number of e-votes	% of total e-votes			
Remo	ote e-voting	5	5	0.00002%			
The 0	The Company had made arrangements for voting during the Annual General						
Meet	Meeting. No votes were cast during the Annual General Meeting.						
Resu	lt: Resolution	approved with requi	site majority.				

Practising Company Secretary

Reso	lution No. 6		ent of Mr. K. Sa as non-executive Dire	•				
	Ordinary Resolution							
(i)	(i) Voted <b>in favour</b> of the resolution:							
Vote cast through Numb		Number of ballots	Number of e-votes	% of total e-votes				
Remote e-voting		67	2,77,76,529	99.99998%				
(ii)	Voted agains	st the resolution:						
Vote cast through Number		Number of ballots	Number of e-votes	% of total e-votes				
Remote e-voting		5	5	0.00002%				
The Company had made arrangements for voting during the Annual General								
Meet	Meeting. No votes were cast during the Annual General Meeting.							
Result: Resolution approved with requisite majority.								

Resolution No. 7			n of remuneration por the Financial Year	-			
	Ordinary Resolution						
(i)	Voted in fav	<b>our</b> of the	resolution:				
Vote cast through Numb		Numbe	r of ballots	Number of e-votes	% of total e-votes		
Remo	Remote e-voting		67	2,77,76,529	99.99998%		
(ii)	Voted agains	st the reso	t the resolution:				
Vote	Vote cast through Numl		r of ballots	Number of e-votes	% of total e-votes		
Remo	Remote e-voting		5	5	0.00002%		
The (	The Company had made arrangements for voting during the Annual General						
Meet	Meeting. No votes were cast during the Annual General Meeting.						
Resu	Result: Resolution approved with requisite majority.						

**Practising Company Secretary** 

Reso	lution No. 8		Party Transactions mited (TPL)	(RPTs) with Tata				
	Ordinary Resolution							
(i)	(i) Voted <b>in favour</b> of the resolution:							
Vote cast through Number		Number of ballots	Number of e-votes	% of total e-votes				
Remo	ote e-voting	66	86,529	99.99422%				
(ii)	Voted agains	st the resolution:	t the resolution:					
Vote	cast through	Number of ballots	Number of e-votes	% of total e-votes				
Remote e-voting		5	5	0.005778%				
The •	The Company had made arrangements for voting during the Annual General							
Meet	Meeting. No votes were cast during the Annual General Meeting.							
Resu	Result: Resolution approved with requisite majority.							

**Note:** Pursuant to the second proviso to Section 188 (1) of the Companies Act, 2013, and pursuant to the provisions of Regulation 23 of the SEBI (LODR) Regulations, 2015 as amended, Tata Projects Limited, being a Member as well as the Related Party of the Company, was not entitled to vote on this Ordinary Resolution. The vote cast by Tata Projects Limited has not been considered while declaring that the Resolution No. 8 as approved with requisite majority.

- 7. There were no invalid votes cast in the Remote E-voting and Voting Process during the VC/ OAVM Proceedings at the Annual General Meeting on the above Resolution Nos. 1 to 8.
- 8. As confirmed by NSDL, none of the shareholders of the Company had cast vote through Voting System during the Annual General Meeting.

Thanking you, Yours faithfully

VISHRAM
NARAYAN
PANCHOR
NARAYAN
PANCHOR
PROMISER
PANCHOR
PANCH

Countersigned by For **ARTSON ENGINEERING LIMITED** 

DEEPAK | Digitally signed by DEEPAK TIBERWAL | Digitally signed by DEEPAK TIBERWAL | Dic-citio, Personal postal cide-6500064, st=Telangana, 25.4.20-disa57.6886-c7-112153408bid155as (bit 50505-66860-c6bbid2). TIBBREWAL | 74895-6246660-c6bbid2-712060-c6bbid2-7120660-c6bbid2-7120660-c6bbid2-712060-c6bbid2-712060-c6bbid2-712060-c6bbid2-

Deepak Tibrewal Company Secretary

UDIN: **A020057B000719681** Mumbai, 16 September 2020