



ARTSON ENGINEERING LIMITED

19th September 2024

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

Dear Sir/ Madam,

Sub: Submission of voting results and scrutinizer's report of 45th Annual General Meeting held on 18th September 2024
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.
2. Report of the Scrutinizer dated 19th September 2024 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 (4) of the Companies (Management and Administration) Rules, 2014.

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

Kindly take this on your records.

For **Artson Engineering Limited**

Sd/-
Deepak Tibrewal
Company Secretary & Compliance Officer
FCS 8925

Encl: as above



ARTSON ENGINEERING LIMITED

45TH ANNUAL GENERAL MEETING VOTING RESULTS

Annexure I

Date of Annual General Meeting	18 th September 2024
Total number of shareholders on record date (i.e. 12th September 2024, cut-off date for voting purpose)	20,864
Number of shareholders present in the meeting either in person or through proxy: <ul style="list-style-type: none">• Promoters and Promoter Group• Public	The Meeting was held through VC / OAVM. Therefore, arrangement for appointment of proxy was not available.
Number of shareholders attended the meeting through Video Conferencing <ul style="list-style-type: none">• Promoters and Promoter Group• Public <p style="text-align: right;">Total</p>	<p>01 80 81</p>

For **Artson Engineering Limited**

Deepak Tibrewal

Company Secretary & Compliance Officer

FCS 8925

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2024, together with the Reports of the Board of Directors and the Auditors thereon.				
Category	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
Promoter and Promoter Group	E-Voting		27690000	100.0000	27690000	0	100.0000	0.0000
	Poll	27690000	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	27690000	27690000	100.0000	27690000	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	5045	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5045	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		283681	3.0751	283631	50	99.9824	0.0176
	Poll	9224955	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	9224955	283681	3.0751	283631	50	99.9824	0.0176
Total		36920000	27973681	75.7684	27973631	50	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	

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

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Vinayak Pai (DIN: 03637894), who retires by rotation and being eligible, offers himself for re-appointment.				
Category	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
Promoter and Promoter Group	E-Voting	27690000	27690000	100.0000	27690000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		27690000	27690000	100.0000	27690000	0	100.0000
Public-Institutions	E-Voting	5045	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		5045	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	9224955	283681	3.0751	283631	50	99.9824	0.0176
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		9224955	283681	3.0751	283631	50	99.9824
Total		36920000	27973681	75.7684	27973631	50	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	

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

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. Ashish Kulkarni (DIN: 10551684) as Independent Director				
Category	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
Promoter and Promoter Group	E-Voting	27690000	27690000	100.0000	27690000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		27690000	27690000	100.0000	27690000	0	100.0000
Public-Institutions	E-Voting	5045	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		5045	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	9224955	283681	3.0751	283621	60	99.9788	0.0212
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		9224955	283681	3.0751	283621	60	99.9788
Total		36920000	27973681	75.7684	27973621	60	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	

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

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Ms. Priya Kher (DIN: 10552950) as Independent Director				
Category	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
Promoter and Promoter Group	E-Voting	27690000	27690000	100.0000	27690000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		27690000	27690000	100.0000	27690000	0	100.0000
Public-Institutions	E-Voting	5045	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		5045	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	9224955	283681	3.0751	283621	60	99.9788	0.0212
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		9224955	283681	3.0751	283621	60	99.9788
Total		36920000	27973681	75.7684	27973621	60	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	

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

Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. Deepak Natarajan (DIN: 06805859) as Non-Executive Director				
Category	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
Promoter and Promoter Group	E-Voting	27690000	27690000	100.0000	27690000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		27690000	27690000	100.0000	27690000	0	100.0000
Public-Institutions	E-Voting	5045	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		5045	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	9224955	283681	3.0751	283631	50	99.9824	0.0176
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		9224955	283681	3.0751	283631	50	99.9824
Total		36920000	27973681	75.7684	27973631	50	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	

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

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve change of name of the Company				
Category	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
Promoter and Promoter Group	E-Voting	27690000	27690000	100.0000	27690000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		27690000	27690000	100.0000	27690000	0	100.0000
Public-Institutions	E-Voting	5045	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		5045	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	9224955	283681	3.0751	283621	60	99.9788	0.0212
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		9224955	283681	3.0751	283621	60	99.9788
Total		36920000	27973681	75.7684	27973621	60	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	

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

Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To alter the Clauses of Memorandum of Association of the Company and their re-numbering				
Category	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
Promoter and Promoter Group	E-Voting		27690000	100.0000	27690000	0	100.0000	0.0000
	Poll	27690000	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	27690000	27690000	100.0000	27690000	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	5045	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5045	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		283681	3.0751	283631	50	99.9824	0.0176
	Poll	9224955	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	9224955	283681	3.0751	283631	50	99.9824	0.0176
Total		36920000	27973681	75.7684	27973631	50	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	

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

Resolution (8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To alter / adopt the new set of Articles of Association of the Company				
Category	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
Promoter and Promoter Group	E-Voting		27690000	100.0000	27690000	0	100.0000	0.0000
	Poll	27690000	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	27690000	27690000	100.0000	27690000	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	5045	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5045	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		283681	3.0751	283631	50	99.9824	0.0176
	Poll	9224955	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	9224955	283681	3.0751	283631	50	99.9824	0.0176
Total		36920000	27973681	75.7684	27973631	50	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	

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

Resolution (9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve the Sale of Undertaking of the Company				
Category	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
Promoter and Promoter Group	E-Voting	27690000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		27690000	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	5045	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		5045	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	9224955	283681	3.0751	283621	60	99.9788	0.0212
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		9224955	283681	3.0751	283621	60	99.9788
Total		36920000	283681	0.7684	283621	60	99.9788	0.0212
Whether resolution is Pass or Not.							Yes	

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

Resolution (10)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve the material Related Party Transaction with Tata Projects Limited				
Category	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
Promoter and Promoter Group	E-Voting	27690000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		27690000	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	5045	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		5045	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	9224955	283681	3.0751	283631	50	99.9824	0.0176
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		9224955	283681	3.0751	283631	50	99.9824
Total		36920000	283681	0.7684	283631	50	99.9824	0.0176
Whether resolution is Pass or Not.							Yes	

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

Resolution (11)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the remuneration payable to Cost Auditors for the financial year 2024-25				
Category	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
Promoter and Promoter Group	E-Voting		27690000	100.0000	27690000	0	100.0000	0.0000
	Poll	27690000	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	27690000	27690000	100.0000	27690000	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	5045	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5045	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		283681	3.0751	283621	60	99.9788	0.0212
	Poll	9224955	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	9224955	283681	3.0751	283621	60	99.9788	0.0212
Total		36920000	27973681	75.7684	27973621	60	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	

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

Resolution (12)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To enter into Related Party Transactions (RPTs) with Tata Projects Limited (TPL)				
Category	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
Promoter and Promoter Group	E-Voting	27690000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		27690000	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	5045	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		5045	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	9224955	283681	3.0751	283631	50	99.9824	0.0176
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		9224955	283681	3.0751	283631	50	99.9824
Total		36920000	283681	0.7684	283631	50	99.9824	0.0176
Whether resolution is Pass or Not.							Yes	

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

VYV & Co. LLP

Company Secretaries

LLPIN – ACB - 6525

Email – vyvandco@gmail.com

REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) of the Companies (Management and Administration) Rules, 2014]

To,

MR. VINAYAK PAI

Chairman of the 45th Annual General Meeting

Artson Engineering Limited

[CIN: L27290MH1978PLC020644]

2nd Floor, One Boulevard,

Lake Boulevard Road,

Hiranandani Business Park,

Powai, Mumbai 400076

45th Annual General Meeting of the Equity Shareholders of Artson Engineering Limited held on Wednesday, 18 September 2024 at 15:30 Hrs. (IST) through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”)

Dear Sir,

1. I, Vishram Narayan Panchpor, Partner of VYV & Co. LLP, Company Secretaries, having my ICSI Membership No. ACS – 20057 and 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.

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- 3.2. The Members of the Company holding shares as on the “cut-off date” i.e. **Thursday, 12 September 2024** were entitled to vote on the Resolutions as set out in Sr. Nos. 1 to 12 of the Notice dated 12 August, 2024.
- 3.3. In terms of the Notice dated 12 August 2024 and pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the remote e-voting period commenced on **Sunday, 15 September 2024** at 9.00 Hrs. (IST) and ended on **Tuesday, 17 September 2024** at 17:00 Hrs. (IST) The said facility was blocked thereafter.
- 3.4. Votes cast through remote e-voting facility on the designated website <https://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 12 as comprised in the Notice dated 12 August 2024.
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 45th Annual General Meeting as under:

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Ordinary Business:

Resolution No. 1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2024, together with the Reports of the Board of Directors and the Auditors thereon.		
Ordinary Resolution			
(i)	Voted in favour of the resolution:		
Vote cast through	Number of voters	Number of e-votes	% of total e-votes
Remote e-voting	67	2,79,73,553	
During AGM	4	78	
Total Voting	71	2,79,73,631	99.9998%
(ii)	Voted against the resolution:		
Vote cast through	Number of voters	Number of e-votes	% of total e-votes
Remote e-voting	1	50	
During AGM	-	-	
Total Voting	1	50	0.0002%
The Company had made arrangements for voting during the Annual General Meeting. 4 (Four) e-votes were cast during the VC/ OAVM proceedings at the Annual General Meeting.			
Result: Resolution approved with requisite majority.			

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Resolution No. 2	To appoint a Director in place of Mr. Vinayak Pai (DIN: 03637894), who retires by rotation and being eligible, offers himself for re-appointment.		
Ordinary Resolution			
(i)	Voted in favour of the resolution:		
Vote cast through	Number of voters	Number of e-votes	% of total e-votes
Remote e-voting	67	2,79,73,553	
During AGM	4	78	
Total Voting	71	2,79,73,631	99.9998%
(ii)	Voted against the resolution:		
Vote cast through	Number of voters	Number of e-votes	% of total e-votes
Remote e-voting	1	50	
During AGM	-	-	
Total Voting	1	50	0.0002%
The Company had made arrangements for voting during the Annual General Meeting. 4 (Four) e-votes were cast during the VC/ OAVM proceedings at the Annual General Meeting.			
Result: Resolution approved with requisite majority.			

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Special Business:

Resolution No. 3	To appoint Mr. Ashish Kulkarni (DIN: 10551684) as Independent Director		
Ordinary Resolution			
(i)	Voted in favour of the resolution:		
Vote cast through	Number of voters	Number of e-votes	% of total e-votes
Remote e-voting	66	2,79,73,543	
During AGM	4	78	
Total Voting	70	2,79,73,621	99.9998%
(ii)	Voted against the resolution:		
Vote cast through	Number of voters	Number of e-votes	% of total e-votes
Remote e-voting	2	60	
During AGM	-	-	
Total Voting	2	60	0.0002%
The Company had made arrangements for voting during the Annual General Meeting. 4 (Four) e-votes were cast during the VC/ OAVM proceedings at the Annual General Meeting.			
Result: Resolution approved with requisite majority.			

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Resolution No. 4		To appoint Ms. Priya Kher (DIN: 10552950) as Independent Director		
Ordinary Resolution				
(i)	Voted in favour of the resolution:			
Vote cast through	Number of voters	Number of e-votes	% of total e-votes	
Remote e-voting	66	2,79,73,543		
During AGM	4	78		
Total Voting	70	2,79,73,621	99.9998%	
(ii)	Voted against the resolution:			
Vote cast through	Number of voters	Number of e-votes	% of total e-votes	
Remote e-voting	2	60		
During AGM	-	-		
Total Voting	2	60	0.0002%	
The Company had made arrangements for voting during the Annual General Meeting. 4 (Four) e-votes were cast during the VC/ OAVM proceedings at the Annual General Meeting.				
Result: Resolution approved with requisite majority.				

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Resolution No. 5	To appoint Mr. Deepak Natarajan (DIN: 06805859) as Non-Executive Director		
Ordinary Resolution			
(i)	Voted in favour of the resolution:		
Vote cast through	Number of voters	Number of e-votes	% of total e-votes
Remote e-voting	67	2,79,73,553	
During AGM	4	78	
Total Voting	71	2,79,73,631	99.9998%
(ii)	Voted against the resolution:		
Vote cast through	Number of voters	Number of e-votes	% of total e-votes
Remote e-voting	1	50	
During AGM	-	-	
Total Voting	1	50	0.0002%
The Company had made arrangements for voting during the Annual General Meeting. 4 (Four) e-votes were cast during the VC/ OAVM proceedings at the Annual General Meeting.			
Result: Resolution approved with requisite majority.			

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Resolution No. 6		To approve change of name of the Company		
Special Resolution				
(i)	Voted in favour of the resolution:			
Vote cast through	Number of voters	Number of e-votes	% of total e-votes	
Remote e-voting	66	2,79,73,543		
During AGM	4	78		
Total Voting	70	2,79,73,621	99.9998%	
(ii)	Voted against the resolution:			
Vote cast through	Number of voters	Number of e-votes	% of total e-votes	
Remote e-voting	2	60		
During AGM	-	-		
Total Voting	2	60	0.0002%	
The Company had made arrangements for voting during the Annual General Meeting. 4 (Four) e-votes were cast during the VC/ OAVM proceedings at the Annual General Meeting.				
Result: Resolution approved with requisite majority.				

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Resolution No. 7	To alter the Clauses of Memorandum of Association of the Company and their re-numbering		
Special Resolution			
(i)	Voted in favour of the resolution:		
Vote cast through	Number of voters	Number of e-votes	% of total e-votes
Remote e-voting	67	2,79,73,553	
During AGM	4	78	
Total Voting	71	2,79,73,631	99.9998%
(ii)	Voted against the resolution:		
Vote cast through	Number of voters	Number of e-votes	% of total e-votes
Remote e-voting	1	50	
During AGM	--		
Total Voting	1	50	0.0002%
The Company had made arrangements for voting during the Annual General Meeting. 4 (Four) e-votes were cast during the VC/ OAVM proceedings at the Annual General Meeting.			
Result: Resolution approved with requisite majority.			

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Resolution No. 8		To alter / adopt the new set of Articles of Association of the Company		
Special Resolution				
(i)	Voted in favour of the resolution:			
Vote cast through	Number of voters	Number of e-votes	% of total e-votes	
Remote e-voting	67	2,79,73,553		
During AGM	4	78		
Total Voting	71	2,79,73,631	99.9998%	
(ii)	Voted against the resolution:			
Vote cast through	Number of voters	Number of e-votes	% of total e-votes	
Remote e-voting	1	50		
During AGM	-	-		
Total Voting	1	50	0.0002%	
The Company had made arrangements for voting during the Annual General Meeting. 4 (Four) e-votes were cast during the VC/ OAVM proceedings at the Annual General Meeting.				
Result: Resolution approved with requisite majority.				

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Resolution No. 9		To approve the Sale of Undertaking of the Company		
Special Resolution				
(i)	Voted in favour of the resolution:			
Vote cast through	Number of voters	Number of e-votes	% of total e-votes	
Remote e-voting	65	2,83,543		
During AGM	4	78		
Total Voting	69	2,83,621	99.9788%	
(ii)	Voted against the resolution:			
Vote cast through	Number of voters	Number of e-votes	% of total e-votes	
Remote e-voting	2	60		
During AGM	-	-		
Total Voting	2	60	0.0212%	
The Company had made arrangements for voting during the Annual General Meeting. 4 (Four) e-votes were cast during the VC/ OAVM proceedings at the Annual General Meeting.				
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 Special Resolution. Accordingly, Tata Projects Limited has not voted on this Resolution.

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Resolution No. 10		To approve the material Related Party Transaction with Tata Projects Limited		
Ordinary Resolution				
(i)	Voted in favour of the resolution:			
Vote cast through	Number of voters	Number of e-votes	% of total e-votes	
Remote e-voting	66	2,83,553		
During AGM	4	78		
Total Voting	70	2,83,631	99.9824%	
(ii)	Voted against the resolution:			
Vote cast through	Number of voters	Number of e-votes	% of total e-votes	
Remote e-voting	1	50		
During AGM	-	-		
Total Voting	1	50	0.0176%	
The Company had made arrangements for voting during the Annual General Meeting. 4 (Four) e-votes were cast during the VC/ OAVM proceedings at the Annual General Meeting.				
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 Special Resolution. Accordingly, Tata Projects Limited has not voted on this Resolution.

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Resolution No. 11		To ratify the remuneration payable to Cost Auditors for the Financial Year 2024-25		
Ordinary Resolution				
(i)	Voted in favour of the resolution:			
Vote cast through	Number of voters	Number of e-votes	% of total e-votes	
Remote e-voting	66	2,79,73,543		
During AGM	4	78		
Total Voting	70	2,79,73,621	99.9998%	
(ii)	Voted against the resolution:			
Vote cast through	Number of voters	Number of e-votes	% of total e-votes	
Remote e-voting	2	60		
During AGM	-	-		
Total Voting	2	60	0.0002%	
The Company had made arrangements for voting during the Annual General Meeting. 4 (Four) e-votes were cast during the VC/ OAVM proceedings at the Annual General Meeting.				
Result: Resolution approved with requisite majority.				

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Resolution No. 12		To enter into Related Party Transactions (RPTs) with Tata Projects Limited (TPL)		
Ordinary Resolution				
(i)	Voted in favour of the resolution:			
Vote cast through	Number of voters	Number of e-votes	% of total e-votes	
Remote e-voting	66	2,83,553		
During AGM	4	78		
Total Voting	70	2,83,631	99.9824%	
(ii)	Voted against the resolution:			
Vote cast through	Number of voters	Number of e-votes	% of total e-votes	
Remote e-voting	1	50		
During AGM	-	-		
Total Voting	1	50	0.0176%	
The Company had made arrangements for voting during the Annual General Meeting. 4 (Four) e-votes were cast during the VC/ OAVM proceedings at the Annual General Meeting.				
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 Special Resolution. Accordingly, Tata Projects Limited has not voted on this Resolution.

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7. There were no other invalid votes cast in the Remote E-voting and Voting Process during the VC/ OAVM Proceedings at the 45th Annual General Meeting on the above Resolution Nos. 1 to 12.

Thanking you,
Yours faithfully

VYV & Co. LLP
Company Secretaries
[FRN - L2023MH014500]

**Vishram
Narayan
Panchpor**

Digitally signed by Vishram Narayan Panchpor
DN: cn=Vishram Narayan Panchpor, title=2967,
pseudonym=7634DD67127D13F09D56C383B
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c.S.4.20=6315164399e548899;47e804f42798
37319d0b44ceddbb78103aacdb0543d91,
postalCode=400089, st=Maharashtra,
serialNumber=461318AC3507DD87E790FE00
78AEDCF987263FF045002EF54780863118C59
B90, cn=Vishram Narayan Panchpor
Date: 2024.09.19 10:45:08 +05'30'

VISHRAM PANCHPOR
Partner

[ACS – 20057, CP No. – 13027]

Peer Review Certificate No.4180/2023

Countersigned by
For **ARTSON ENGINEERING LIMITED**

Deepak Tibrewal
Company Secretary

UDIN: **A020057F001250132**

Mumbai, 19 September 2024

Offices:

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