

VALECHA ENGINEERING LIMITED

(AN ISO 9001 - 2015 COMPANY)



Ref: VEL/2025-26

29.11.2025

BSE LIMITED P. J. Towers, Dalal Street, Mumbai – 400 001 SCRIP CODE 532389	NATIONAL STOCK EXCHANGE OF INDIA LIMITED Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 VALECHENG
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Dear Sir/Madam,

SUB : NOTICE OF 48TH A G M (AGM) OF THE COMPANY FOR THE FINANCIAL YEAR 2024-25 & BOOK CLOSURE & E VOTING OUTCOME PROCEEDINGS AND VOTING RESULTS OF 48TH ANNUAL GENERAL MEETING OF THE COMPANY PURSUANT TO REGULATION 30 AND 44(3) OF THE SEBI (LODR) REGULATIONS, 2015

REF: Our letters dated 03.11.2025

The 48th Annual General Meeting (AGM) of VALECHA ENGINEERING LIMITED was held physically on **FRIDAY THE 28TH NOVEMBER 2025** at the Registered Office of the Company 30 Members had attended the 48th AGM physically. The Meeting commenced at 3.30 p.m. and concluded at 5.00 p.m.

The Company had provided Remote e-voting facility to its Members through Big Share Services Private limited .The Remote e-voting had commenced on **25.11.2025 (9.00 a.m. IST) and ended on 27.11.2025 (5.00 p.m. IST)**. Voting was also kept open by the Company during the conduct of the AGM.

The result of the Remote e-voting (including -voting conducted during the AGM) and Scrutinizers Report on e-voting is attached herein below and shall be displayed on the website of the Company as required.

We request you to kindly take the same on your record.

KINDLY TAKE THE SAME ON RECORDS.
THANKING YOU,
YOURS FAITHFULLY,
FOR VALECHA ENGINEERING LIMITED

(VIJAYKUMAR H MODI)
COMPANY SECRETARY & LEGAL
ENCL: AS ABOVE



Ragini Chokshi & Co.

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Company Secretaries

34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.
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Web.: csraginichokshi.com

Date : 29/11/2025

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]]

To,
The Chairperson,
48th Annual General Meeting (AGM)
Of **VALECHA ENGINEERING LIMITED**
Held on Friday, November 28, 2025 at 03:30 P.M.

Dear Sir,

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co., a Company Secretary Firm having its registered office at 34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai-400001, has been appointed as the Scrutinizer by the Board of Directors of **VALECHA ENGINEERING LIMITED** ("the Company") for the purpose of:

(i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and

(ii) Scrutinizing the physical ballot (Poll) voting process under the provisions of Section 108 of the Companies Act, 2013 and rules made thereunder, and the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') read with SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, conducted for passing the Resolutions contained in the Notice convening the 48th Annual General Meeting of the Equity Shareholders of the Company held on Friday, November 28, 2025 at 03:30 P.M. at Valecha Chambers, New Link Road, Andheri West, Mumbai - 400 053, Maharashtra.

The Notice dated September 24th, 2025 convening the AGM along with the statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to the shareholders on Thursday, November 6th, 2025 in respect of the below mentioned Resolutions to be passed at the AGM of the Equity Shareholders of the Company.

The Company hosted the notice of AGM on its website namely www.valecha.in and also uploaded the same on the website of the Stock Exchange i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com

The Company had availed the remote e-voting facility offered by National Securities Depository Limited for facilitating remote e-voting to the Shareholders of the Company.

The Shareholders of the Company holding shares of the Company as on the "cut-off" date of Friday, November 14th, 2025, were entitled to vote on the resolutions as contained in the Notice of AGM of the Company.

The period for remote e-voting commenced on Tuesday, November 25th, 2025 at 09:00 a.m. (I.S.T) and ended on Thursday, November 27th, 2025 at 5:00 p.m. (I.S.T.). The (National Securities Depository Limited) e- voting platform was blocked thereafter.

After the end of the remote e-voting period as aforesaid, I was provided access to details of the members who had opted for e-voting. The details such as the name of the member, folio no., and number of shares held by the member could be seen to ensure that these members do not vote again at the AGM.

Further, the Chairman announced voting by physical ballot (Poll) at the AGM Venue for the Shareholders who attended the meeting and had not cast their vote earlier through remote e-voting.

After the time fixed for closing of the poll by the Chairman, one (1) ballot box kept for polling was locked in our presence with due identification marks placed by me.

The votes cast through e-voting were unblocked after the Annual General Meeting in the presence of two witnesses, who are not in the employment of the Company.



Name: Harsh Pandey



Name: Harshit Dave

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the e-voting website of National Securities Depository Limited.

The Consolidated Report on the result of the remote e-voting and voting at the meeting through physical ballot (poll) in respect of the said Resolutions is as under:



CONSOLIDATED RESULTS

ORDINARY BUSINESS:

Item No. 1: Ordinary Resolution

Adoption of Financial Statements

To consider and adopt:

- a) the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025 and the Report of the Board of Directors and Auditors thereon; and
- b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025 and the Report of Auditors thereon.

Particulars	Remote E-Voting		Physical voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	26	52745	2	21403524	28	21456269	100.0000
Dissent	1	2	0	0	1	2	0.0000
Total	27	52747	2	21403524	29	21456271	100.0000

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	21456271	100.0000
Assented to Resolution	21456269	100.0000
Dissented to Resolution	2	0.0000



Item No. 2: Ordinary Resolution

To appoint a Director in place of Mr. Pradeep Khandagale (DIN: 01124220), who retires by rotation and being eligible, offers himself for reappointment

Particulars	Remote E-Voting		Physical voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	25	52721	2	21403524	27	21456245	99.9999
Dissent	2	26	0	0	2	26	0.0001
Total	27	52747	2	21403524	29	21456271	100.0000

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	21456271	100.0000
Assented to Resolution	21456245	99.9999
Dissented to Resolution	26	0.0001



Item No. 3: Ordinary Resolution

RE-APPOINTMENT OF THE STATUTORY AUDITORS

Particulars	Remote E-Voting		Physical voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	25	52723	2	21403524	27	21456247	99.9999
Dissent	2	24	0	0	2	24	0.0001
Total	27	52747	2	21403524	29	21456271	100.0000

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	21456271	100.0000
Assented to Resolution	21456247	99.9999
Dissented to Resolution	24	0.0001



Item No. 4: Ordinary Resolution

APPOINTMENT OF SECRETARIAL AUDITOR

Particulars	Remote E-Voting		Physical voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	26	52745	2	21403524	28	21456269	100.0000
Dissent	1	2	0	0	1	2	0.0000
Total	27	52747	2	21403524	29	21456271	100.0000

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	21456271	100.0000
Assented to Resolution	21456269	100.0000
Dissented to Resolution	2	0.0000



RESULTS:

The Requisite Quorum was present in the meeting.

The Electronic Records containing details of the Members, who voted "IN FAVOUR", or "AGAINST" for each resolution under remote e-Voting and e-voting at the AGM has been handed over to the Company Secretary for safe custody.

The above-mentioned resolutions are deemed to be passed with requisite majority as on the date of the 48thAGM of the Company i.e. Friday, November 28, 2025.

Yours faithfully,

Thanking You,

Date: 29-11-2025

Place: Mumbai

Countersigned by
VALECHA ENGINEERING LIMITED

For RAGINI CHOKSHI & COMPANY
(Company Secretaries)

(Vijaykumar H Modi)
Company Secretary & Legal



RAGINI CHOKSHI
(Partner)
Membership No.: F2390
C.P. Number: 1436
UDIN: F002390G002112762
Date: 29-11-2025
Place: Mumbai