



*Ragini Chokshi & Co.*  
*Company Secretaries*

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**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,  
47<sup>th</sup> Annual General Meeting (AGM)  
Of **VALECHA ENGINEERING LIMITED**  
Held on Friday, December 27, 2024 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 voting by show of hands 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 47th Annual General Meeting of the Equity Shareholders of the Company held on , December 27, 2024 at 03:30 P.M. at Valecha Chambers, New Link Road, Andheri West, Mumbai - 400 053, Maharashtra.

The Notice dated November 19<sup>th</sup>, 2024 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 Friday, December 6<sup>th</sup>, 2024 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](http://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](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com)

The Company had availed the remote e-voting facility offered by Bigshare Services Pvt. Ltd. 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 Thursday, December 19<sup>th</sup>, 2024, 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, December 24<sup>th</sup>, 2024 at 09:00 a.m. (I.S.T) and ended on Thursday, December 26<sup>th</sup>, 2024 at 5:00 p.m. (I.S.T.). The (Bigshare Services Pvt. Ltd.) 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 show of hands at the AGM Venue for the Shareholders who attended the meeting and had not cast their vote earlier through remote e-voting.


In my presence show of hands was counted and the record maintained by the company/ Register and Transfer Agent of the company and the Authorisation/proxies lodged with the company.

As voting was conducted by a show of hands during the AGM, no paper ballots were provided, and no ballot box was kept for polling.

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.



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Name: Harshit Dave



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Name: Shivsahay Mishra

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the e-voting website of Bigshare Services Pvt. Ltd.

The Consolidated Report on the result of the remote e-voting and voting at the meeting through show of hands in respect of the said Resolutions is as under:





## CONSOLIDATED RESULTS

### ORDINARY BUSINESS:

#### Item No 1: Ordinary Resolution

To consider and adopt:

a) the Audited Financial Statements of the Company for the Financial Year ended **March 31, 2024** 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, 2024** and the Report of Auditors thereon.

Particulars	Remote E-Voting		Physical voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	15	3307	27	571	42	3878	100
Dissent	0	0	0	0	0	0	0
Total	15	3307	27	571	42	3878	100

#### SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	3878	100
Assented to Resolution	3878	100
Dissented to Resolution	0	0

#### Item No 2: Ordinary Resolution

Appointment of the Statutory Auditors

Particulars	Remote E-Voting		Physical voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	14	3297	27	571	41	3868	100
Dissent	0	0	0	0	0	0	0
Total	14	3297	27	571	41	3868	100

#### SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	3868	100
Assented to Resolution	3868	100
Dissented to Resolution	0	0





**SPECIAL BUSINESS:**

**Item No 3: Ordinary Resolution**

To appoint Shri Shashikant Gangadhar Bhoge (DIN: 05345105) as Director of the Company.

Particulars	Remote E-Voting		Physical voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	15	3307	27	571	42	3878	100
Dissent	0	0	0	0	0	0	0
Total	15	3307	27	571	42	3878	100

**SUMMARY OF E-VOTING**

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	3878	100
Assented to Resolution	3878	100
Dissented to Resolution	0	0

**Item No 4: Ordinary Resolution**

To appoint Mr Shashikant Gangadhar Bhoge (DIN: 05345105), as Director of the Company.

Particulars	Remote E-Voting		Physical voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	15	3307	27	571	42	3878	100
Dissent	0	0	0	0	0	0	0
Total	15	3307	27	571	42	3878	100

**SUMMARY OF E-VOTING**

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	3878	100
Assented to Resolution	3878	100
Dissented to Resolution	0	0

**Item No 5: Ordinary Resolution**

To appoint Shri Bhushan Ravindra Sable (DIN: 03268957), as Director of the Company.

Particulars	Remote E-Voting		Physical voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	15	3307	27	571	42	3878	100





Dissent	0	0	0	0	0	0	0
Total	15	3307	27	571	42	3878	100

**SUMMARY OF E-VOTING**

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	3878	100
Assented to Resolution	3878	100
Dissented to Resolution	0	0

**Item No 6: Ordinary Resolution**

To appoint Shri Bhushan Ravindra Sable (DIN: 03268957), as Director of the Company.

Particulars	Remote E-Voting		Physical voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	15	3307	27	571	42	3878	100
Dissent	0	0	0	0	0	0	0
Total	15	3307	27	571	42	3878	100

**SUMMARY OF E-VOTING**

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	3878	100
Assented to Resolution	3878	100
Dissented to Resolution	0	0

**Item No 7: Ordinary Resolution**

To appoint Shri Pradeep Kisan Khandagale (DIN: 01124220), as Director of the Company.

Particulars	Remote E-Voting		Physical voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	15	3307	27	571	42	3878	100
Dissent	0	0	0	0	0	0	0
Total	15	3307	27	571	42	3878	100



**SUMMARY OF E-VOTING**

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	3878	100
Assented to Resolution	3878	100
Dissented to Resolution	0	0

**Item No 8: Special Resolution**

To appoint Shri Ashish Mittal (DIN: 10331046), as Non-Executive & Independent Director of the Company.

Particulars	Remote E-Voting		Physical voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	15	3307	27	571	42	3878	100
Dissent	0	0	0	0	0	0	0
Total	15	3307	27	571	42	3878	100

**SUMMARY OF E-VOTING**

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	3878	100
Assented to Resolution	3878	100
Dissented to Resolution	0	0

**Item No 9: Special Resolution**

To appoint Shri Vipul Bansal (DIN: 00015967), as Director of the Company.

Particulars	Remote E-Voting		Physical voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	15	3307	27	571	42	3878	100
Dissent	0	0	0	0	0	0	0
Total	15	3307	27	571	42	3878	100

**SUMMARY OF E-VOTING**

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	3878	100
Assented to Resolution	3878	100
Dissented to Resolution	0	0





**Item No 10: Special Resolution**

To appoint Ms. Ashlesha Shachindra Raythatha (**DIN: 10769720**), as Director of the Company.

Particulars	Remote E-Voting		Physical voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	15	3307	27	571	42	3878	100
Dissent	0	0	0	0	0	0	0
Total	15	3307	27	571	42	3878	100

**SUMMARY OF E-VOTING**

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	3878	100
Assented to Resolution	3878	100
Dissented to Resolution	0	0

**Item No 11: Special Resolution**

To keep the Register of members along with the indices of members and/ or any other related documents required to be kept at the Registered office of the Company at the office of M/s. Bigshare Services Private Limited

Particulars	Remote E-Voting		Physical voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	14	2970	27	571	41	3541	91.31
Dissent	1	337	0	0	1	337	8.69
Total	15	3307	27	571	42	3878	100

**SUMMARY OF E-VOTING**

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	3878	100
Assented to Resolution	3541	91.31
Dissented to Resolution	337	8.69



**RESULTS:**

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 47<sup>th</sup>AGM of the Company i.e. Friday, December 27, 2024.

Yours faithfully,

Thanking You,

Date: 30/12/2024

Place: Mumbai

Countersigned by  
VALECHA ENGINEERING LIMITED

For RAGINI CHOKSHI & COMPANY

(Company Secretaries)

(Vijaykumar H Modi)  
Company Secretary & Legal



RAGINI CHOKSHI  
(Partner)  
Membership No: 2390  
C.P. Number: 1436  
UDIN: F002390F003521070  
Date: 30/12/2024  
Place: Mumbai