

MAKARAND M. JOSHI & CO.

Company Secretaries

Ecstasy, 803/804, 8th Floor, City of Joy, J.S.D Road, Mulund (West), Mumbai- 400080, (T) 022-21678100

Consolidated Report of Scrutinizer on Remote e-voting and voting at the Extra Ordinary General Meeting

To

Rupen Patel

Managing Director & Chairman

of Extra Ordinary General Meeting (EGM) of the shareholders of **Patel Engineering Limited** (having its Registered Office at Patel Estate Road, Jogeshwari (West), Mumbai - 400 102), held on Friday, 20th March, 2020 at Shree Saurashtra Patel Samaj, Patel Estate Road, Jogeshwari (West), Mumbai - 400 102.

Re: Scrutinizer's Report on voting through Remote E-voting and voting at the EGM venue in terms of provisions of the Companies Act, 2013 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 February 10, 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) **Voting at the EGM (Poll)** under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the EGM held on Friday, 20th March, 2020.
- B. The Company had availed the remote e-voting facility provided by Central Depository Services (India) Limited (CDSL) for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Tuesday, 17th March, 2020 at 9.00 a.m. and ended on Thursday, 19th March, 2020 at 5.00 p.m. and the CDSL remote e-voting platform was unblocked thereafter.
- C. On the basis of the votes exercised by the shareholders of the Company through remote e-voting and voting at the EGM. I have issued separate Scrutinizer's Report dated 20th March, 2020.

- D. After closure of the voting at the EGM, the report on voting done at the EGM was generated in my presence and diligently scrutinized.
- E. The votes cast under the remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in employment of the Company and after the conclusion of the voting at the EGM the votes cast there under were counted.
- F. The report on poll done at the EGM was generated in presence of Mr. Omkar Dindorkar and Ms. Krati Pandya.

Date of EGM	20 th March, 2020
Total number of shareholders on record date (i.e. as on 13th March, 2020)	56,371
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter group	3
Public	38
No. of shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter group	NA
Public	NA

Resolution Item No. 1 - Special Resolution:

Re-appointment of Ms. Geetha Sitaraman (DIN: 07138206) as an Independent Director for second term.

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	23,19,43,639	23,19,43,639	100.00	23,19,43,639	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		23,19,43,639	100.00	23,19,43,639	0	100.00	0.00
Public-Institutions	Remote E-Voting	7,69,05,294	22,66,764	2.95	22,66,764	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		22,66,764	2.95	22,66,764	0	100.00	0.00
Public- Non Institutions	Remote E-Voting	7,87,29,359	44,27,916	5.62	44,27,892	24	100.00	0.00
	Poll		73,004	0.09	73,004	0	100.00	0.00
	Total		45,00,920	5.72	45,00,896	24	100.00	0.00
Total		38,75,78,292	23,87,11,323	61.59	73,87,15,799	24	100.00	0.00

Resolution Item No. 2 - Special Resolution:

Alteration to Capital Clause of the Memorandum of Association.

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	23,19,43,639	23,19,43,639	100.00	23,19,43,639	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		23,19,43,639	100.00	23,19,43,639	0	100.00	0.00
Public-Institutions	Remote E-Voting	7,69,05,294	22,66,764	2.95	22,66,764	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		22,66,764	2.95	22,66,764	0	100.00	0.00
Public- Non Institutions	Remote E-Voting	7,87,29,359	44,27,916	5.62	44,27,890	26	100.00	0.00
	Poll		73,004	0.09	73,004	0	100.00	0.00
	Total		45,00,920	5.72	45,00,894	26	100.00	0.00
Total		38,75,78,292	23,87,19,823	61.59	23,87,19,297	26	100.00	0.00

Resolution Item No. 3 - Special Resolution:

Preferential issue of Optionally Convertible Preference Shares ("OCPS").

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	23,19,43,639	18,67,11,924	80.50	18,67,11,924	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		18,67,11,924	80.50	18,67,11,924	0	100.00	0.00
Public-Institutions	Remote E-Voting	7,69,05,294	22,66,764	2.95	22,66,764	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		22,66,764	2.95	22,66,764	0	100.00	0.00
Public- Non Institutions	Remote E-Voting	7,87,29,359	44,27,914	5.62	44,27,890	24	100.00	0.00
	Poll		73,004	0.09	73,004	0	100.00	0.00
	Total		45,00,918	5.72	45,00,894	24	100.00	0.00
Total		38,75,78,292	19,34,79,606	49.92	19,34,79,582	24	100.00	0.00

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 Voting at the EGM venue.

It is to be noted that:

1. Voting rights on the shares transferred to the 'Investor Education and Protection Fund' are frozen.
2. The votes cast does not include invalid votes and abstained voting in particular resolutions.
3. All the aforesaid resolutions were passed with requisite majority.

Thanking you,

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

MAKARAND
MADHUSUD
AN JOSHI

Makarand M. Joshi
Partner
CP No. 3662
Place: Mumbai
Date: 20th March, 2020

For Patel Engineering Limited



Rupen Patel
Managing Director & Chairman
DIN: 00071077
Place: Mumbai
Date: 20th March, 2020

