

MAKARAND M. JOSHI & CO.

Company Secretaries

803-804, Ecstasy, City of Joy, JSD Road, Mulund - West, Mumbai – 400080, (T) 21678100

Report of Scrutinizer for Voting through E-voting on Postal Ballot
[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of
the Companies (Management and Administration) Rules 2014]

To
Rupen Pravinbhai Patel
Chairman
Patel Engineering Limited
Patel Estate V Road,
Jogeshwari (West) – 400102

Dear Sir,

Scrutinizer's Report on voting through E-voting for Postal Ballot in terms of Section 108 and 110 of
the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management &
Administration) Rules, 2014

- A. Pursuant to the resolution passed by the Board of Directors of **Patel Engineering Limited** (hereinafter referred as “**the Company**”) on April 20, 2023. I, Makarand Joshi, Partner of M/s. Makarand M. Joshi & Co Practicing Company Secretaries, have been appointed as a Scrutinizer to receive, scrutinize and process the postal ballot process and the votes casted in respect of the resolution set out in the Postal Ballot Notice dated 20th April, 2023 (hereinafter referred as “**Notice**”).
- B. Member's approvals were sought for approving the following Special Businesses i.e.,
- Appointment of Ms. Sunanda Rajendran (DIN: 00381885) as a Director and Re-appointment as an Independent of the Company for second term;
 - Appointment of Mr. Shambhu Singh (DIN: 01219193) as an Independent Director;
 - Appointment of Mr. Ashwin Parmar (DIN: 00055591) as an Independent Director; and
 - Alteration in the Articles of Association of the Company.
- C. Pursuant to Section 108 and 110 of the Act and Rule 20 and 22 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Company has confirmed that the Electronic copy of the Notice and explanatory statement along with the process of E-voting were sent to the shareholders whose e-mail addresses are registered with the Company/Depository Participant(s)/Registrar and Share Transfer Agent of the Company for communication purposes in compliance with MCA Circulars dated 5th May, 2020 read with circulars dated 8th April, 2020, 13th April, 2020, 8th December 2021 and 5th May 2022 and 28th December 2022 and SEBI Circular dated 12th May, 2020, 28th September 2020, 15th January, 2021 and 13th May, 2022 and applicable provisions of the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the Secretarial Standard-

2 on General Meetings issued by the Institute of Company Secretaries of India. The Company completed dispatch of Notice along with explanatory statement via electronic mode on 24th April, 2023 to those members whose name(s) appeared on the Register of Members/ List of beneficiaries as on Friday, 21st April, 2023 ("cut-off-date").

- D. The remote e-voting facility was provided by National Securities Depository Limited ("NSDL").
- E. Members were required to communicate their assent or dissent only through remote e-voting system in terms of the said MCA Circulars.
- F. The voting period commenced on Wednesday, 26th April, 2023 at 9.00 A.M. (IST) and ended on Thursday, 25th May, 2023 at 5.00 P.M. (IST) for voting through e-voting.
- G. The e-voting were blocked at 5:00 P.M. (IST) on Thursday, 25th May, 2023 and the e-voting summary statement was downloaded from e-voting website of NSDL.
- H. The Members holding shares as on the "cut off" date i.e Friday, 21st April, 2023, were entitled to vote on the proposed resolutions.
- I. The register, in accordance with Rule 20 (4)(xiv) and Rule 22 (10) of the Companies (Management & Administration) Rules, 2015, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them. There were no shares with differential voting rights in the Company, hence there is no requirement of maintaining of the list of shares with differential voting rights.

Result of the Postal Ballot through e-voting is as under:

Resolution Item No. 1: Special Resolution

Appointment of Ms. Sunanda Rajendran (DIN: 00381885) as a Director and Re-appointment as an Independent Director of the Company for second term.

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 through Postal Ballot	30,49,17,712	30,47,67,812	99.95	30,47,67,812	0	100.00	0.00
Public Institutions		8,83,27,708	25,96,303	2.94	25,96,303	0	100.00	0.00
Public Non-Institutions		38,03,71,808	60,59,416	1.59	56,29,587	4,29,829	92.91	7.09
Total		77,36,17,228	31,34,23,531	40.51	31,29,93,702	4,29,829	99.86	0.14

Resolution Item No. 2: Special Resolution

Appointment of Mr. Shambhu Singh (DIN: 01219193) as an 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 through Postal Ballot	30,49,17,712	30,47,67,812	99.95	30,47,67,812	0.00	100.00	0.00
Public Institutions		8,83,27,708	25,96,303	2.94	25,96,303	0.00	100.00	0.00
Public Non-Institutions		38,03,71,808	60,61,028	1.59	56,32,166	4,28,862	92.92	7.08
Total		77,36,17,228	31,34,25,143	40.51	31,29,96,281	4,28,862	99.86	0.14

Resolution Item No. 3: Special Resolution

Appointment of Mr. Ashwin Parmar (DIN: 00055591) as an 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 through Postal Ballot	30,49,17,712	30,47,67,812	99.95	30,47,67,812	0	100.00	0.00
Public Institutions		8,83,27,708	25,96,303	2.94	25,96,303	0	100.00	0.00
Public Non-Institutions		38,03,71,808	60,59,158	1.59	56,27,565	4,31,593	92.88	7.12
Total		77,36,17,228	31,34,23,273	40.51	31,29,91,680	4,31,593	99.86	0.14

Resolution Item No. 4: Special Resolution

Alteration in the 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]	$[3]=\frac{[2]}{[1]}\times100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times100$	$[7]=\frac{[5]}{[2]}\times100$
Promoter and Promoter Group	E – Voting through Postal Ballot	30,49,17,712	30,47,67,812	99.95	30,47,67,812	0.00	100.00	0.00
Public Institutions		8,83,27,708	25,96,303	2.94	25,96,303	0.00	100.00	0.00
Public Non-Institutions		38,03,71,808	60,62,428	1.59	56,04,276	4,58,152	92.44	7.56
Total		77,36,17,228	31,34,26,543	40.51	31,29,68,391	4,58,152	99.85	0.15

The aforesaid resolutions were passed by requisite majority.

**For Makarand M. Joshi & Co.
Company Secretaries**MAKARAND
MADHUSUDA
N JOSHIDigitally signed by
MAKARAND
MADHUSUDAN JOSHI
Date: 2023.05.26
18:07:54 +05'30'**Makarand M. Joshi****Partner****FCS: 5533****CP: 3662****PR: 640/2019****UDIN: F005533E000392579****Date: May 26, 2023****Place: Mumbai****For Patel Engineering Limited****Rupen Pravinbhai Patel****Director****DIN: 00029583****Date: May 26, 2023****Place: Mumbai**