



**11<sup>TH</sup> ANNUAL GENERAL MEETING HELD ON 6<sup>TH</sup> AUGUST, 2016  
Declaration of Results of e-voting and poll through Ballot Form**

In terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company had provided the e-voting facility and also the facility to vote through Ballot Form, to the Shareholders to enable them to cast their vote electronically and also physically on the resolutions proposed in the Notice of the 11<sup>th</sup> Annual General Meeting (AGM). The e-voting was open from 3<sup>rd</sup> August, 2016 to 5<sup>th</sup> August, 2016.

In accordance with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by Show of Hands was not permitted at the General Meeting where e-voting has been offered to the Shareholders. Therefore, voting through Ballot Paper was arranged at the 11<sup>th</sup> Annual General Meeting for the Members not having access to the e-voting facility.

The Board of Directors had appointed Mr. Sushil Tiwari, Practising Company Secretary as the Scrutinizer both for e-voting and poll through Ballot Form. The Scrutinizer has carried out the scrutiny of all the electronic votes received up to the close of working hours on 5<sup>th</sup> August, 2016 and all the ballot forms received till the conclusion of the meeting and submitted their Report on 8<sup>th</sup> August, 2016.

Based on the consolidated Report of the Scrutinizer as annexed to this report, all Resolutions as set out in the Notice of 11<sup>th</sup> Annual General Meeting have been duly approved by the Shareholders with requisite majority.

For Techno Electric & Engineering Company Limited

(P. P. Gupta)  
Chairman

Date: 8<sup>th</sup> August, 2016

**Consolidated Scrutinizer's Report**

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014]

To  
The Chairman  
11<sup>th</sup> Annual General Meeting of  
Techno Electric & Engineering Company Ltd.

Dear Sir,

1. I, Sushil Tiwari, a Company Secretary in practice, have been appointed by the Board of Directors of Techno Electric & Engineering Company Ltd. (the Company) as Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the Rules) and poll conducted through ballot on the resolutions contained in the notice of the 11<sup>th</sup> Annual General Meeting (AGM) of the members of the Company held on Saturday, the 6<sup>th</sup> day of August, 2016 at 10.30 a.m. at "Bharatiya Bhasha Parishad", 36A, Shakespeare Sarani, Kolkata - 700 017.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting through electronic means and the poll conducted through ballot on the resolution contained in the notice convening the 11<sup>th</sup> AGM of the members of the Company. My responsibility as a scrutinizer for the e-voting process and the poll is restricted to make a Scrutinizer's Report of the votes cast "In favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL) and ballot forms collected by me.
3. Further, I submit my report as under:
  - i. The e-voting period remained open from 3<sup>rd</sup> August, 2016 (9:00 am) and ends on 5<sup>th</sup> August, 2016 (5:00 pm).
  - ii. The members of the Company as on the "cut-off" date i.e. 30<sup>th</sup> July, 2016, were entitled to vote on the resolutions [item Nos 1 to 6 as set out in the Notice of 11<sup>th</sup> AGM of the Company.
  - iii. The votes cast through e-voting were unblocked on 05<sup>th</sup> August, 2016 after 5:00 p.m. The Votes cast through poll in the AGM were unblocked on the same day in the presence of two witnesses Mrs. Soni Jhunjhunwala and Mrs. Pratima Chandak, neither of them are in the employment of the Company.
  - iv. The physical ballot forms were collected by me at the meeting.
  - v. Thereafter, the details containing *inter alia*, list of equity shareholders, who voted "for" or "against" each of the resolutions that were put to vote, were generated from the e-voting website of NSDL and based on such reports generated and the poll conducted through ballot, the results are as annex:



Thanking you,  
Yours faithfully,

Sushil Tiwari

( SUSHIL TIWARI )  
Practising Company Secretary  
Membership No. 6199, CP No. 1903

Place : Kolkata  
Date : 8<sup>th</sup> August, 2016

11<sup>th</sup> Annual General Meeting (AGM) of Techno Electric & Engineering Company Ltd.

Details of Voting Results

Date of AGM	6th August, 2016
Total number of shareholders on record date:	4842
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	11
Public:	112
No. of Shareholders attended the meeting through Video Conferencing :	
Promoters and Promoter Group:	N.A.
Public:	N.A.
Mode of Voting	(i) Remote e-voting from 3rd Aug. 2016 to 5th Aug. 2016 (ii) Poll at the AGM

Agendawise details

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

Resolution No.1 -Ordinary Resolution to Consider and adopt financial statements (Including consolidated financial statements) together with Director and Auditors report for the year ended March 31, 2016.

Mode of Voting (E-voting+Poll)								
Promoter and Promoter Group	E-Voting	33100638	33100638	100	33100638	0	100.00	0.00
	Poll	0	0	0	0	0	0.00	0.00
	Total							
Public-Institutional holder	E-Voting	14052027	12415292	88.352	12415292	0	100.00	0.00
	Poll	0	0	0	0	0	0.00	0.00
	Total							
Public-Non Institutional holder	E-Voting	9938444	4282260	43.088	4282260	0	100.00	0.00
	Poll	91	91	100.000	91	0	100.00	0.00
	Total							
Total		57091200	49798281					

Resolution No.2 -Ordinary Resolution To confirm the Interim dividend and to declare final dividend for the financial year ended March 31, 2016.

Mode of Voting (E-voting+Poll)								
Promoter and Promoter Group	E-Voting	33100638	33100638	100	33100638	0	100.00	0.00
	Poll	0	0	0	0	0	0.00	0.00
	Total							
Public-Institutional holder	E-Voting	14052027	12436544	88.504	12436544	0	100.00	0.00
	Poll	0	0	0	0	0	0.00	0.00
	Total							
Public-Non Institutional holder	E-Voting	9938444	4282260	43.088	4282260	0	100.00	0.00
	Poll	91	91	100.000	91	0	100.00	0.00
	Total							
Total		57091200	49819533					



**Resolution No.3 -Ordinary Resolution Ordinary Resolution seeking approval for re-appointment of Ms. Avantika Gupta (holding DIN: 03149138) retiring by rotation, as Director under the provisions of the Companies Act, 2013.**

**Mode of Voting (E-voting+Poll)**

Promoter and Promoter Group	E-Voting	33100638	33100638	100	33100638	0	100.00	0.00
	Poll	0	0	0	0	0	0.00	0.00
	<b>Total</b>							
Public-Institutional holder	E-Voting	14052027	10746806	76.479	10725554	21252	99.80	0.20
	Poll	0	0	0	0	0	0.00	0.00
	<b>Total</b>							
Public-Non Institutional holder	E-Voting	9938444	4282260	43.088	4282259	1	100.00	0.00
	Poll	91	91	100.000	91	0	100.00	0.00
	<b>Total</b>							
<b>Total</b>		57091200	48129795					

**Resolution No.4 -Ordinary Resolution seeking approval for ratification of appointment of M/s S. S. Kothari & Co. Chartered Accountants, (Firm Registration No. 302034E) as Statutory Auditors of the Company.**

**Mode of Voting (E-voting+Poll)**

Promoter and Promoter Group	E-Voting	33100638	33100638	100	33100638	0	100.00	0.00
	Poll	0	0	0	0	0	0.00	0.00
	<b>Total</b>							
Public-Institutional holder	E-Voting	14052027	12436544	88.504	11745292	691252	94.44	5.56
	Poll	0	0	0	0	0	0.00	0.00
	<b>Total</b>							
Public-Non Institutional holder	E-Voting	9938444	4282260	43.088	4282260	1	100.00	0.00
	Poll	91	91	100.000	91	0	100.00	0.00
	<b>Total</b>							
<b>Total</b>		57091200	49819533					

**Resolution No.5 -Ordinary Resolution seeking approval for re-appointment of Mr. Padam Prakash Gupta (holding DIN: 00055954) as Managing Director u/s 196 and 203 of the Companies Act, 2013.**

**Mode of Voting (E-voting+Poll)**

Promoter and Promoter Group	E-Voting	33100638	33100638	100	33100638	0	100.00	0.00
	Poll	0	0	0	0	0	0.00	0.00
	<b>Total</b>							
Public-Institutional holder	E-Voting	14052027	11013478	78.376	11013478	0	100.00	0.00
	Poll	0	0	0	0	0	0.00	0.00
	<b>Total</b>							
Public-Non Institutional holder	E-Voting	9938444	4282260	43.088	4282259	1	100.00	0.00
	Poll	91	91	100.000	91	0	100.00	0.00
	<b>Total</b>							
<b>Total</b>		57091200	48396467					

**Resolution No.6 -Ordinary Resolution for approval of remuneration to Cost Auditor.**

**Mode of Voting (E-voting+Poll)**

Promoter and Promoter Group	E-Voting	33100638	33100638	100	33100638	0	100.00	0.00
	Poll	0	0	0	0	0	0.00	0.00
	<b>Total</b>							
Public-Institutional holder	E-Voting	14052027	12436544	88.504	12436544	0	100.00	0.00
	Poll	0	0	0	0	0	0.00	0.00
	<b>Total</b>							
Public-Non Institutional holder	E-Voting	9938444	4282260	43.088	4282259	1	100.00	0.00
	Poll	91	91	100.000	91	0	100.00	0.00
	<b>Total</b>							
<b>Total</b>		57091200	49819533					

