



ENGINEERS &
CONSTRUCTORS

TECHNO ELECTRIC & ENGINEERING COMPANY LIMITED

Corporate Office :

1B, Park Plaza, South Block, 71, Park Street, Kolkata - 700 016, India
Tel. : (033) 4051-3000, Fax : (033) 4051-3326, E-mail : techno.email@techno.co.in
CIN : L40108UP2005PLC094368



Summary of the Proceedings of the 20th Annual General Meeting of Techno Electric & Engineering Company Limited held on Tuesday, the 23rd day of September, 2025

The 20th Annual General Meeting of the Members of the Company was held on Tuesday, the 23rd day of September, 2025 at 3.30 p.m., through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") in accordance with the MCA Circulars and the SEBI Circulars.

Mr. Niranjana Brahma, Company Secretary welcomed the Members to the AGM and briefed them on certain points relating to the participation at the AGM through VC.

Mr. Padam Prakash Gupta, Chairman and Managing Director, chaired the proceedings of the Meeting in terms of the Articles of Association of the Company. The requisite quorum being present, the Chairman called the meeting to order. The respective Chairperson of the Audit Committee, Stakeholders' Relationship Committee and Nomination and Remuneration Committee were also present at the AGM. The representatives of Statutory Auditors Mr. Diptesh Mohta,, Mr. Babu Lal Patni, Secretarial Auditors and Mr. Amarendra Kumar Rai, Scrutinizers for the e-Voting and the voting during the proceedings of the AGM, were also present at the AGM through VC.

The Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice were available for inspection. Since there was no physical attendance of Members and in compliance with the Circulars issued by the MCA and SEBI, the requirement of appointing proxies was not applicable, except for the authorized representatives of corporate shareholders.

37 Members had attended the meeting.

The Chairman gave an overview of the financial performance of the Company for the financial year ended March 31, 2025 and its future outlook.

The Chairman informed the Members that pursuant to the provisions of the Companies Act, 2013, Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company had extended the remote e-voting facility to the Members of the Company in respect of resolutions to be passed at the Meeting through the e-voting platform of National Securities Depository Limited (NSDL).

He further informed that the Board of Directors had appointed Mr. Amarendra Kumar Rai, Proprietor, M/s. Amarendra Rai & Associates, Practicing Company Secretary, (Membership No. F8575, C.P.No.9373) as the Scrutinizer to conduct the remote e-voting and voting during the meeting process in a fair and transparent manner and submit a consolidated report.

Thereafter, all the **5** resolutions contained in the Notice of AGM were passed.





The Chairman announced that the e-voting results along with the consolidated Scrutinizer's report shall be placed on the website of the Company and the website of NSDL and also be submitted to the Stock Exchanges in the prescribed format.

The Annual General Meeting commenced at 3.30 P.M. and concluded at 4.00 P.M.

The following resolutions were placed and passed by the Members with requisite majority:

ORDINARY BUSINESS:

1. Approval and adoption of Audited Financial Statements of the Company, both Standalone and Consolidated, for the Financial Year ended 31st March, 2025 together with the Reports of the Board of Directors and Auditors thereon. **(Ordinary Resolution)**.
2. Declaration of Final Dividend of Rs.9/- per equity share of nominal value of Rs.2/- each for the financial year ended March 31, 2025. **(Ordinary Resolution)**.
3. Approval for re-appointment of Mr. Shailesh Kumar Mishra (holding DIN: 08068256) retiring by rotation, as Director under the provisions of the Companies Act, 2013. **(Ordinary Resolution)**.

SPECIAL BUSINESS:

4. Approval of remuneration of Cost Auditor u/s. 148(3) of the Companies Act, 2013. **(Ordinary Resolution)**
5. Approval of appointment of M/s. Babulal Patni, Practicing Company Secretaries (CP No. 1321 and PR No. 1455/2021), Secretarial Auditor for a term of 5 (five) consecutive years commencing from FY 2025-26. **(Ordinary Resolution)**

For Techno Electric & Engineering Company Limited



Niranjana Brahma
Company Secretary
M.No. A11652

20th Annual General Meeting (AGM) of Techno Electric & Engineering Company Limited

held through VC/OAVM on Tuesday the 23rd day of September, 2025 at 03.30 p.m.

Details of Voting Results

Date of AGM	23rd September, 2025
Record date/Cut-off date of voting	16th September, 2025
Total number of shareholders on record date:	103099
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	-
Public:	-
No. of Shareholders attended the meeting through Video Conferencing :	
Promoters and Promoter Group:	11
Public:	26
No. of resolution passed in the meeting	05(Five)

Agendawise details

Resolution No.01. Aadoption of the Audited Financial Statements of the Company, both Standalone and Consolidated, for the financial year ended 31st March, 2025 together with the Reports of the Board of Directors and Auditors thereon.(Ordinary Resolution)

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	Invalid votes
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	(7)=(5)/(2)*100
Promoter and Promoter Group	Remote e-Voting	66201276	66201276	100.000	66201276	0	100.000	0.000	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	Total		66201276	100.000	66201276	0	100.000	0.000	0.000
Public-Institution	Remote e-Voting	37359719	33894748	90.725	33852274	42474	99.875	0.000	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	Total		33894748	90.725	33852274	42474	99.875	0.000	0.000
Public-Non Institution	Remote e-Voting	12738579	73433	0.576	73172	261	99.645	0.355	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	Total		73433	0.576	73172	261	99.645	0.355	0.000
Total		116299574	100169457	86.131	100126722	42735	99.957	0.043	0.000

Votes under the head "Poll" indicates votes cast during the AGM through e-voting.

Resolution No.02 Declaration of the Final Dividend of Rs.9/- per equity share of nominal value of Rs.2/- each for the financial year ended March 31, 2025.(Ordinary Resolution)

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	Invalid votes
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	(7)=(5)/(2)*100
Promoter and Promoter Group	Remote e-Voting	66201276	66201276	100.000	66201276	0	100.000	0.000	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	Total		66201276	100.000	66201276	0	100.000	0.000	0.000
Public-Institution	Remote e-Voting	37359719	33896214	90.729	33896214	0	100.000	0.000	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	Total		33896214	90.729	33896214	0	100.000	0.000	0.000
Public-Non Institution	Remote e-Voting	12738579	73433	0.576	73170	263	99.642	0.358	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	Total		73433	0.576	73170	263	99.642	0.358	0.000
Total		116299574	100170923	86.132	100170660	263	100.000	0.000	0.000

Votes under the head "Poll" indicates votes cast during the AGM through e-voting.

For Techno Electric & Engineering Co. Ltd.


(Niranjana Brahma)
Company Secretary (A-11652)

Resolution No.03 Appointment of a Director in place of Mr. Shailesh Kumar Mishra (DIN: 08068256), who is a Non-Executive Director and retires by rotation in terms of section 152 of the Companies Act, 2013 and, being eligible, offers herself, for re-appointment.(Ordinary Resolution)

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	Invalid votes (7)={5}/(2)*100
Promoter and Promoter Group	Remote e-Voting	66201276	66201276	100.000	66201276	0	100.000	0.000	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	Total		66201276	100.000	66201276	0	100.000	0.000	0.000
Public-Institution	Remote e-Voting	37359719	33894748	90.725	29305102	4589646	86.459	13.541	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	Total		33894748	90.725	29305102	4589646	86.459	13.541	0.000
Public-Non Institution	Remote e-Voting	12738579	73253	0.575	72990	263	99.641	0.359	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	Total		73253	0.575	72990	263	99.641	0.359	0.000
Total		116299574	100169277	86.130	95579368	4589909	95.418	4.582	0.000

Votes under the head "Poll" indicates votes cast during the AGM through e-voting.

Resolution No.04. Approval of Remuneration of Cost Auditors. (Ordinary Resolution)

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	Invalid votes (7)={5}/(2)*100
Promoter and Promoter Group	Remote e-Voting	66201276	66201276	100.000	66201276	0	100.000	0.000	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	Total		66201276	100.000	66201276	0	100.000	0.000	0.000
Public-Institution	Remote e-Voting	37359719	33894748	90.725	33894748	0	100.000	0.000	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	Total		33894748	90.725	33894748	0	100.000	0.000	0.000
Public-Non Institution	Remote e-Voting	12738579	73433	0.576	73170	263	99.642	0.358	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	Total		73433	0.576	73170	263	99.642	0.358	0.000
Total		116299574	100169457	86.131	100169194	263	100.000	0.000	0.000

Votes under the head "Poll" indicates votes cast during the AGM through e-voting.

Resolution No.05. Approval of Appointment of Secretarial Auditor. (Ordinary Resolution)

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	Invalid votes (7)={5}/(2)*100
Promoter and Promoter Group	Remote e-Voting	66201276	66201276	100.000	66201276	0	100.000	0.000	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	Total		66201276	100.000	66201276	0	100.000	0.000	0.000
Public-Institution	Remote e-Voting	37359719	33894105	90.724	33845857	48248	99.858	0.142	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	Total		33894105	90.724	33845857	48248	99.858	0.142	0.000
Public-Non Institution	Remote e-Voting	12738579	73433	0.576	73172	261	99.645	0.355	0.000
	Poll/Voting-AGM		0	0.000	0	0	0.000	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000	0.000
	Total		73433	0.576	73172	261	99.645	0.355	0.000
Total		116299574	100168814	86.130	100120305	48509	99.952	0.048	0.000

Votes under the head "Poll" indicates votes cast during the AGM through e-voting.

For Techno Electric & Engineering Co. Ltd.

(Niranjan Brahma)
Company Secretary (A-11652)



Amarendra Rai & Associates

Company Secretaries

(Peer Review Certificate No. 986/2020)

Date: 24th September, 2025

To
The Chairman
Techno Electric & Engineering Company Limited
CIN: L40108UP2005PLC094368
C-218, Ground Floor (GR-2) Sector-63
Noida Gautam Buddha Nagar UP 201307


Dear Sir,

I thank you for appointing me as the scrutinizer for remote e-voting process and voting by your members during the 20th Annual General Meeting of your Company held on Tuesday, the 23rd September, 2025 at 3.30 p.m. through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").

I am pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

Thanking You,
Yours faithfully,

For Amarendra Rai & Associates
Company Secretaries

Amarendra Kr. Rai

M.N.F8575

CP No.9373

Enc: Scrutinizer Report

SCRUTINIZER'S REPORT

(Pursuant to Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Pursuant to Section 108 of the Companies Act, 2013 rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.

20th Annual General Meeting of shareholders of Techno Electric & Engineering Company Limited held on Tuesday, the 23rd September, 2025 at 3.30 p.m. through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM")

Dear Sir,

I, Amarendra Kumar Rai, a Company Secretary in Practice being proprietor of Amarendra Rai & Associates, Company Secretaries (FCS: 8575 and C.P. No.: 9373), Noida, appointed as Scrutinizer at the meeting of the Board of Directors held on August 12, 2025 for the purpose of remote e-voting as well as e-voting by Members at the 20th Annual General Meeting (AGM) of Techno Electric & Engineering Company Limited (CIN: L40108UP2005PLC094368) (hereinafter referred to as the Company) held on **Tuesday, the 23rd September, 2025 at 3.30 p.m.** through VC/Other Audio Visual Means (OAVM) on agenda items contained in the Notice dated August 12, 2025, submit my report as under:-

Notice regarding registering of email address:

Pursuant to General Circular No. 20/2020 dated May 5, 2020 read with General Circular No.02/2021 dated January 13, 2021, General Circular No.19/2021 dated December 8, 2021, General Circular No.21/2021 dated December 14, 2021, General Circular No. 02/2022 dated May 5, 2022, General Circular No. 10/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 (MCA and Circulars), Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Secretarial Standard - 2 on General Meetings as issued by the Institute of the Company Secretaries of India, on the business contained in the Notice of the 20th Annual General Meeting ("AGM") of the Company held on Tuesday, the 23rd September, 2025 at 3.30 p.m. through VC/OAVM.

Publication of Notice in the newspapers:

The Company has informed that, on the basis of the Register of Members and the lists of Beneficial owners made available by the Depositories viz., National Securities Depository Limited (NSDL), the Company completed dispatch of the Notice convening the AGM on September 01 2025, by email to 92792 Members who had registered their Email-IDs with Company/Depositories and the same was hosted on the website of the Company.

The public advertisement with respect to dispatch of Notice and conducting of remote e-voting was published in English in the Business Standard (All Editions) on September 02, 2025 and in Hindi in Pioneer (Regional Edition) on September 02, 2025.



Cut-off date:

The Voting rights were reckoned as on September 16, 2025, being the Cut-off date for the purpose of deciding the entitlement of Members for remote e-voting and e-voting at the AGM.

Remote E-voting:

Company had made available remote e-voting facility to its members and the remote e-voting period commenced on **Friday, September 19, 2025 (9:00 A.M. IST) and ended on Monday, September 22, 2025 (5:00 P.M. IST)**, and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform provided by NSDL.

Voting at the AGM:

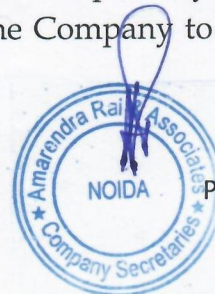
Pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again at the AGM, after closure of period of remote e-voting, I referred the list providing details relating to Members who have cast their votes through remote e-voting, such as their names, folios, number of shares held by them.

On the day of the 20th AGM, Company conducted voting through e-voting for those Members, who could not participate in the remote e-Voting to record their votes.

Process of scrutiny and counting of votes:

After voting at the AGM concluded, I unblocked the results of the remote e-voting and e-voting by Members at the AGM in Presence of Mr. Varun Kumar and Ms. Sweta, who are not in employment of the Company as prescribed under sub-rule 4(xii) of Rule 20 of the Rules on the e-voting platform of National Securities Depository Limited (NSDL) and downloaded the results.

The Management of the Company is responsible to ensure the compliances of the requirements of the Act and Rules relating to remote e-voting and e-voting during the Annual General Meeting on the proposed resolutions contained in the Notice. My responsibility as a Scrutinizer for the process of voting through remote e-voting and e-voting during the AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency authorized under the Rules and engaged by the Company to provide facilities of remote e-voting and e-voting during the AGM.



Consolidated Voting Results:

It is observed that 334 Members casted their votes through remote e-voting and none of the members have casted their votes through e-voting at the AGM. Consolidated Voting Results with respect to each item on the agenda as set out in the Notice of the 20th AGM dated August 12, 2025, are as follows.

Note: Percentage of votes cast "in favor" or "against" on the resolutions is calculated based on the valid votes cast through remote e-voting and electronic voting at the AGM.

ORDINARY BUSINESS:

ITEM NO. 1 - ORDINARY RESOLUTION

To receive, consider and adopt the Audited Financial Statements (both Standalone and Consolidated) of the Company for the financial year ended March 31 2025 together with the Reports of the Board of Directors and Auditors thereon.

	Remote E-Voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast
Voted in favor of resolution	323	100126722	0	0	323	100126722	99.957
Voted against the resolution	10	42735	0	0	10	42735	0.043
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

ITEM NO. 2 - ORDINARY RESOLUTION

To declare final dividend on equity shares for the financial year ended March 31, 2025 as recommended by the Board of Directors.

	Remote E-Voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast
Voted in	326	100170660	0	0	326	100170660	99.999

favor of resolution							
Voted against the resolution	8	263	0	0	8	263	0.001
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

ITEM NO. 3 - ORDINARY RESOLUTION

To appoint a Director in place of Mr. Shailesh Kumar Mishra (holding DIN: 08068256), who is a Non-Executive Director and retires by rotation in terms of section 152 of the Companies Act, 2013 and, being eligible, offers himself, for re-appointment and if thought fit.

	Remote E-Voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast
Voted in favor of resolution	271	95579368	0	0	271	95579368	95.418
Voted against the resolution	61	4589909	0	0	61	4589909	4.582
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

SPECIAL BUSINESS:

ITEM NO. 4 - ORDINARY RESOLUTION

Approval of Remuneration to Cost Auditors.

	Remote E-Voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast
Voted in favor of resolution	324	100169194	0	0	324	100169194	99.999
Voted	9	263	0	0	9	263	0.001



against the resolution							
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

ITEM NO. 5 - ORDINARY RESOLUTION

Appointment of Secretarial Auditor.

	Remote E-Voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast
Voted in favor of resolution	310	100120305	0	0	310	100120305	99.952
Voted against the resolution	22	48509	0	0	22	48509	0.048
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

Based on the aforesaid results, Ordinary Resolutions from Item No.1 to Item No. 5 of the Notice dated August12, 2025 have passed with requisite majority.

All other relevant records relating to remote e-voting and electronic voting at the AGM is under my safe custody and will be handed over to the Company Secretary of the Company for safe keeping.

Thanking You,

Yours faithfully,

For Amarendra Rai & Associates

Company Secretaries

Amarendra Kr. Rai

M.N.F8575

CP No.9373

UDIN: F008575G001323955