



	VASCON ENGINEERS LTD
Date of the AGM/EGM	17-09-2018
Total number of shareholders on record date	40496
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	5
Public:	52
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - Consider and adopt: a. Audited Financial Statement of the Company for the Financial Year ended March 31, 2018, the reports of the Board of Directors and Auditors thereon b. Audited Consolidated Financial Statement of the Company for Financial Year ended March 31, 2018, Reports of the Board of Directors and Auditors thereon							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
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	E-Voting	61007102	61007102	100.0000	61007102	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000

VASCON ENGINEERS LTD.

Registered & Corporate Office: Vascon Weikfield Chambers, Behind Hotel Novotel, Opposite Hyatt Hotel, Pune-Nagar Road, Pune - 14  
Tel.: +91 20 3056 2100/200/300, Fax: +91 20 3056 2600, Web: www.vascon.com CIN: L70100PN1986PLC175750

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# VASCON

	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>61007102</b>	<b>100</b>	<b>61007102</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	735576	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	116394038	9874274	8.4835	9874273	1	99.9999	0.0000
	Poll		888164	0.7631	888164	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>10762438</b>	<b>9.2466</b>	<b>10762437</b>	<b>1</b>	<b>100.0000</b>	<b>0.0000</b>
	<b>Total</b>	<b>178136716</b>	<b>71769540</b>	<b>40.2890</b>	<b>71769539</b>	<b>1</b>	<b>100.0000</b>	<b>0.0000</b>
Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To re-appointment Ms. Sowmya Moorthy (DIN : 06470039), who retires by rotation, and being eligible offers herself for re-appointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
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	E-Voting	61007102	61007102	100.0000	61007102	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000

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# VASCON

	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>61007102</b>	<b>100</b>	<b>61007102</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	735576	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	116394038	9874274	8.4835	9874273	1	99.9999	0.0000
	Poll		888164	0.7631	888164	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>10762438</b>	<b>9.2466</b>	<b>10762437</b>	<b>1</b>	<b>100.0000</b>	<b>0.0000</b>
	<b>Total</b>	<b>178136716</b>	<b>71769540</b>	<b>40.2890</b>	<b>71769539</b>	<b>1</b>	<b>100.0000</b>	<b>0.0000</b>
Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Acceptance of unsecured Fixed Deposit							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
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	E-Voting	61007102	61007102	100.0000	61007102	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000

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# VASCON

	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>61007102</b>	<b>100</b>	<b>61007102</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	735576	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	116394038	9874274	8.4835	9874060	214	99.9978	0.0021
	Poll		888164	0.7631	888164	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>10762438</b>	<b>9.2466</b>	<b>10762224</b>	<b>214</b>	<b>99.9980</b>	<b>0.0020</b>
	<b>Total</b>	<b>178136716</b>	<b>71769540</b>	<b>40.2890</b>	<b>71769326</b>	<b>214</b>	<b>99.9997</b>	<b>0.0003</b>
Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Siddharth Vasudevan Moorthy (DIN: 02504124) as a Director of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
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	E-Voting	61007102	61007102	100.0000	61007102	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000

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# VASCON

	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>61007102</b>	<b>100</b>	<b>61007102</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	735576	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	116394038	9874274	8.4835	9873698	576	99.9941	0.0058
	Poll		888164	0.7631	888164	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>10762438</b>	<b>9.2466</b>	<b>10761862</b>	<b>576</b>	<b>99.9946</b>	<b>0.0054</b>
	<b>Total</b>	<b>178136716</b>	<b>71769540</b>	<b>40.2890</b>	<b>71768964</b>	<b>576</b>	<b>99.9992</b>	<b>0.0008</b>
Resolution No.	5							
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr. Siddharth Vasudevan Moorthy As Managing Director Of The Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
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	E-Voting	61007102	61007102	100.0000	61007102	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000

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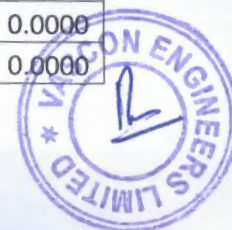
# VASCON

	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>61007102</b>	<b>100</b>	<b>61007102</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	735576	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	116394038	9874274	8.4835	9873485	789	99.9920	0.0079
	Poll		888164	0.7631	888164	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>10762438</b>	<b>9.2466</b>	<b>10761649</b>	<b>789</b>	<b>99.9927</b>	<b>0.0073</b>
	<b>Total</b>	<b>178136716</b>	<b>71769540</b>	<b>40.2890</b>	<b>71768751</b>	<b>789</b>	<b>99.9989</b>	<b>0.0011</b>
Resolution No.	6							
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr. R. Vasudevan As Whole Time Director (Executive Chairman) Of The Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
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	E-Voting	61007102	61007102	100.0000	61007102	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000

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# VASCON

	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>61007102</b>	<b>100</b>	<b>61007102</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	735576	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	116394038	9874274	8.4835	9873698	576	99.9941	0.0058
	Poll		888164	0.7631	888164	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>10762438</b>	<b>9.2466</b>	<b>10761862</b>	<b>576</b>	<b>99.9946</b>	<b>0.0054</b>
<b>Total</b>		<b>178136716</b>	<b>71769540</b>	<b>40.2890</b>	<b>71768964</b>	<b>576</b>	<b>99.9992</b>	<b>0.0008</b>
Resolution No.	7							
Resolution required: (Ordinary/ Special)	SPECIAL - Approval of Charges For Service Of Documents On The Shareholders							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
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	E-Voting	61007102	61007102	100.0000	61007102	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000

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# VASCON

	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>61007102</b>	<b>100</b>	<b>61007102</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	735576	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	116394038	9874264	8.4835	9873475	789	99.9920	0.0079
	Poll		888164	0.7631	888029	135	99.9848	0.0151
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>10762428</b>	<b>9.2466</b>	<b>10761504</b>	<b>924</b>	<b>99.9914</b>	<b>0.0086</b>
	<b>Total</b>	<b>178136716</b>	<b>71769530</b>	<b>40.2890</b>	<b>71768606</b>	<b>924</b>	<b>99.9987</b>	<b>0.0013</b>



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**Kulbhushan D. Rane**  
B Com , ACS

**K. D. RANE & ASSOCIATES**  
COMPANY SECRETARIES

'Purtata', 15 Milan Coop. Housing Society, Mayur Colony, Kothrud, PUNE - 411 038  
Tel: 020 25450502 Cell: +91 962 345 7974 email: [cskdane@gmail.com](mailto:cskdane@gmail.com)

**Consolidated Scrutinizer's Report**

**[Pursuant to section 108 of the Companies Act, 2013 and the Companies  
(Management and Administration) Rules, 2014]**

September 18, 2018

To

The Chairman of the 33<sup>rd</sup> Annual General Meeting ('AGM') of the Equity Shareholders of Vascon Engineers Limited held at MonarcQ Hall, Royal Orchid Hotels, Opp. Cerebrum IT Park, Kalyaninagar, Pune – 411 014, on September 17, 2018.

Dear Sir

1. By the resolution passed by the Board of Directors of Vascon Engineers Limited ('the Company') at its meeting held on May 28, 2018, I was appointed as "Scrutinizer" for the purpose of:

a. Scrutinizing the e-voting process (remote e-voting) under 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 Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and

b. Poll through physical ballot paper under the provisions of section 109 of the Act read with Rule 21 of the Rules, on the resolutions contained in the notice to the 33<sup>rd</sup> AGM of the Equity Shareholders of the Company held at MonarcQ Hall, Royal Orchid Hotels, Opp. Cerebrum IT Park, Kalyaninagar, Pune – 411 014, on September 17, 2018.

2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules relating to voting through electronic means [i.e. by



remote e-voting and voting by poll by using physical ballot papers at the AGM] for the resolutions contained in the Notice to the 33<sup>rd</sup> AGM of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting) and physical ballot papers at the AGM, is restricted to make a consolidated 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 Karvy Computershare Private Limited ('Karvy'), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means, and based on the examination of the physical ballot papers through which votes were cast by the members at the AGM.

3. I have issued separate Scrutinizer's Report dated September 18, 2018 on the remote e-voting and on the poll through physical ballot papers on the resolutions contained in the notice to the AGM. I submit herewith my Consolidated Scrutinizer's Report on the results of voting through electronic means (i.e. by remote e-voting) and through physical ballot papers at the AGM as under:-

Items of the Notice	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.
<b>Item No. 1 - Adoption of Financial Statements (As an Ordinary Resolution)</b>	71769539	100	1	0	NIL
<b>RESOLUTION PASSED WITH REQUISITE MAJORITY</b>					



<b>Item No. 2 - Re-appointment of Ms. Sowmya Moorthy, who retires by rotation, and being eligible offers herself for re-appointment (As an Ordinary Resolution)</b>	71769539	100	1	0	NIL
<b>RESOLUTION PASSED WITH REQUISITE MAJORITY</b>					
<b>Item No. 3 - Acceptance of unsecured Fixed Deposit from Members (As an Ordinary Resolution)</b>	71769326	99.9997	214	0.0003	NIL
<b>RESOLUTION PASSED WITH REQUISITE MAJORITY</b>					
<b>Item No. 4 - Appointment of Mr. Siddharth Vasudevan as Director of the Company (As an Ordinary Resolution)</b>	71768964	99.9992	576	0.0008	NIL
<b>RESOLUTION PASSED WITH REQUISITE MAJORITY</b>					





<b>Item No. 5 – Appointment of Mr. Siddharth Vasudevan Moorthy as Managing Director of the Company (As a Special Resolution)</b>	71768751	99.9989	789	0.0011	NIL
<b>RESOLUTION PASSED WITH REQUISITE MAJORITY</b>					
<b>Item No. 6 – Appointment of Mr. R. Vasudevan as Whole time Director (Executive Chairman) of the Company (As a Special Resolution)</b>	71768964	99.9992	576	0.0008	NIL
<b>RESOLUTION PASSED WITH REQUISITE MAJORITY</b>					
<b>Item No. 7 – Approval of Charges for Service of Documents on the Shareholders (As an Ordinary Resolution)</b>	71768606	99.9987	924	0.0013	NIL

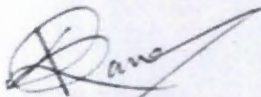




**RESOLUTION PASSED WITH REQUISITE MAJORITY**

4. The electronic data and all other relevant records relating to the e-voting and voting at AGM through physical ballot papers, are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

**Thanking You**



**Kulbhushan D Rane**

**Place: Pune**

