

Report of Scrutinizer

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

To,
The Chairperson of 34th Annual General Meeting of the members of
AIA Engineering Limited,
115, G V M M Estate,
Odhav Road, Odhav,
Ahmedabad-382415

Dear Sir,

Subject: Scrutinizer's Summary Report on Remote E-voting and E-voting facilities to vote at 34th Annual General Meeting [AGM] conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of Companies (Management and Administration) Rules, 2014.

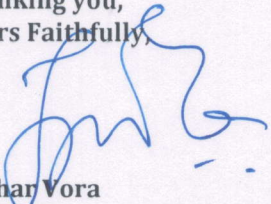
1. I, Tushar Vora appointed as Scrutinizer by the Board of Directors of AIA Engineering Ltd. [the Company] for the purpose of scrutinizing the E-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies [Management and Administration] Rules, 2014 and circulars issued by MCA and SEBI from time to time, relating to conducting of AGM through VC/OAVM and for the purpose of scrutinizing remote E-voting and E-voting facility at AGM on the resolutions contained in the Notice of the 34th Annual General Meeting (AGM) to the members of the Company present at the meeting held on the 9th September, 2024 at 11.00 a.m. through Video Conferencing / Other Audio Visual Means.
2. The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and circulars issued by MCA and SEBI, from time to time, relating to conducting of AGM through VC/OAVM and voting through electronic means on the resolutions contained in the Notice convening the 34th Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the Remote E-voting process and E-voting facilities to vote at AGM 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 Central Depository Services (India) Limited.
1. As required under Rule 20 of the Companies [Management and Administration] Rules, 2014, I have issued Scrutinizer's Report dated 10th September, 2024 **on the Remote e-voting and e-voting facilities to vote at AGM** on the resolutions contained in the Notice of the AGM.



2. As per the various MCA circulars issued from time to time, I submit herewith my summary Report on the results of Remote e-voting together with that of e-voting at AGM, as under:

Item No. of the Notice	Ordinary / Special Resolution	Votes in favour of the Resolutions		Votes Against the Resolutions		Invalid Votes
		Nos.	% of total valid votes casts [Favour and Against]	Nos.	% of total valid votes casts [Favour and Against]	Nos.
1	Ordinary Resolution	88085482	99.99	9992	0.01	129342
2	Ordinary Resolution	88088265	99.99	8743	0.01	129342
3	Ordinary Resolution	83166364	94.40	4930644	5.60	129342
4	Ordinary Resolution	88096565	100	443	0.00	129342
5	Special Resolution	87759814	99.62	337194	0.38	129342

Thanking you,
Yours Faithfully,


Tushar Vora
Practicing Company Secretary
Scrutinizer
FCS: 3459, COP: 1745
UDIN: F003459F001183077



Place : Ahmedabad
Date : 10th September, 2024

Report of Scrutinizer

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

To,

The Chairman of 34TH Annual General Meeting of the members of
AIA Engineering Limited,
115, G V M M Estate,
Odhav Road, Odhav,
Ahmedabad-382415

Dear Sir,

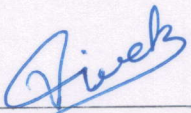
Subject: Scrutinizer's Report on Remote E-voting and E-voting conducted at Annual General Meeting [AGM] conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of Companies (Management and Administration) Rules, 2014.

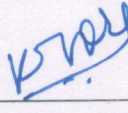
1. I, Tushar Vora, Practicing Company Secretary, appointed by the Board of Directors of AIA Engineering Limited ("the Company") as a Scrutinizer for the purpose of scrutinizing the E-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies [Management and Administration] Rules, 2014 on the below mentioned resolution(s), contained in the Notice to the 34th Annual General Meeting of the Equity Shareholders of the Company held on Monday, the 9th September, 2024 at 11.00 A.M. through Video Conferencing / Other Audio Visual Means.
2. The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI from time to time relating to conducting of AGM through VC/OAVM and voting through electronic means on the Resolutions contained in the Notice to the 34th Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the E-voting process is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated below, based on the reports generated from the E-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide the Remote e-voting facilities and e-voting facilities to vote at AGM, engaged by the Company.



3. Further to the above, I submit my report as under:

- i. The Company has availed E-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting E-voting by the shareholders of the Company.
- ii. The Members of the Company as on the "Cut Off" date i.e. 2nd September, 2024 were entitled to vote on the resolutions Items Number 1 to 5 as set out in Notice of 34th AGM of the Company.
- iii. The e-voting period commenced on 5th September, 2024 (09.00 A.M.) to 8th September, 2024 (5.00 P.M.). The votes cast were unblocked on 9th September, 2024 in the presence of two witnesses, Mr. Vivek Vakharia and Ms. Khushbu Vora who were not in the employment of the Company. They have signed below in confirmation of votes being unblocked in their presence.


Vivek Vakharia


Khushbu Vora

- iv. After announcement made by the Chairman, the shareholders present at the AGM through VC were allowed to vote through e-voting facility provided by Central Depository Services (India) Limited (CDSL).
- v. As per the information given by the Company / RTA the names of the shareholders who had voted by remote e-voting through the facility provided by Central Depository Services (India) Limited (CDSL) had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
- vi. Thereafter, the details containing *inter alia*, list of equity shareholders, who voted "for" , "against" to each of the resolutions that were put to vote , were generated from the e-voting website of Central Depository Services (India) Limited (CDSL), i.e. www.evotingindia.com and based such reports generated, the result of e-voting is as under:



Item No. 1 - Ordinary Resolution

Resolution : To receive, consider and adopt standalone and consolidated Audited Balance Sheet of the Company as at 31st March, 2024 and the Statement of Profit and Loss for the year ended on that date and Reports of the Board of Directors' and Auditors' thereon.

(I) Voted in favour of resolution:

Particulars	Remote E-voting	E-Voting at the AGM	Total
Number of Members voted (valid)	400	5	405
Number of votes cast by them(valid)	88083237	2245	88085482
% of Total Number of valid votes cast (favour + against)	99.99	91.82	99.99

(II) Voted against the resolution:

Particulars	Remote E-voting	E-Voting at the AGM	Total
Number of Members voted (valid)	8	1	9
Number of votes cast by them(valid)	9792	200	9992
% of Total Number of valid votes cast (favour + against)	0.01	8.18	0.01

(III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	129342

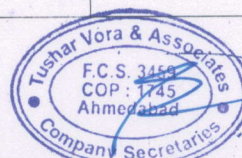
(IV) One member abstained from voting on this resolution.

Item No. 2 - Ordinary Resolution

Resolution : To declare dividend on equity shares for the FY ended 31st March, 2024.

(I) Voted in favour of resolution:

Particulars	Remote E-voting	E-Voting at the AGM	Total
Number of Members voted (valid)	404	5	409
Number of votes cast by them(valid)	88086020	2245	88088265
% of Total Number of valid votes cast (favour + against)	99.99	91.82	99.99



(II) Voted against the resolution:

Particulars	Remote E-voting	E-Voting at the AGM	Total
Number of Members voted (valid)	5	1	6
Number of votes cast by them (valid)	8543	200	8743
% of Total Number of valid votes cast (favour + against)	0.01	8.18	0.01

(III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	129342

(IV) No members abstained from voting on this resolution.

Item No. 3 - Ordinary Resolution

Resolution : To appoint a Director in place of Mrs. Bhumi Shyamal Shodhan (DIN: 02099400), who retires by rotation and being eligible, offers herself for re-appointment.

(II) Voted in favour of resolution:

Particulars	Remote E-voting	E-Voting at the AGM	Total
Number of Members voted (valid)	266	5	271
Number of votes cast by them (valid)	83164119	2245	83166364
% of Total Number of valid votes cast (favour + against)	94.40	91.82	94.40

(IV) Voted against the resolution:

Particulars	Remote E-voting	E-Voting at the AGM	Total
Number of Members voted (valid)	144	1	145
Number of votes cast by them (valid)	4930444	200	4930644
% of Total Number of valid votes cast (favour + against)	5.60	8.18	5.60

(V) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	129342

(IV) No members abstained from voting on this resolution.



Item No. 4 - Ordinary Resolution**Resolution :** To ratify the remuneration of Cost Auditors.

(I) Voted in favour of resolution:

Particulars	Remote E-voting	E-Voting at the AGM	Total
Number of Members voted(valid)	395	5	400
Number of votes cast by them(valid)	88094320	2245	88096565
% of Total Number of valid votes cast (favour + against)	100	91.82	100

(II) Voted against the resolution:

Particulars	Remote E-voting	E-Voting at the AGM	Total
Number of Members voted(valid)	14	1	15
Number of votes cast by them(valid)	243	200	443
% of Total Number of valid votes cast (favour + against)	0	8.18	0

(III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	129342

(II) No members abstained from voting on this resolution.

Item No. 5 - Special Resolution**Resolution :** To consider re-appointment of Mrs. Janaki Udyanbhai Shah (DIN: 00343343), as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five (5) consecutive years.

(I) Voted in favour of resolution:

Particulars	Remote E-voting	E-Voting at the AGM	Total
Number of Members voted(valid)	377	5	382
Number of votes cast by them(valid)	87757569	2245	87759814
% of Total Number of valid votes cast (favour + against)	99.62	91.82	99.62



(II) Voted against the resolution:

Particulars	Remote E-voting	E-Voting at the AGM	Total
Number of Members voted(valid)	32	1	33
Number of votes cast by them(valid)	336994	200	337194
% of Total Number of valid votes cast (favour + against)	0.38	8.18	0.38

(III) Invalid Votes

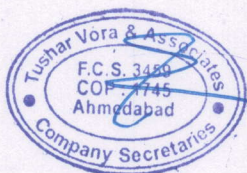
Total number of members whose votes were declared invalid	Total number of votes cast by them
1	129342

(IV) No members abstained from voting on this resolution.

- vii. A list of Equity shareholders who voted "FOR", "AGAINST" the resolutions (Both through Remote E-voting and E-voting at the AGM) has been handed over to the Company Secretary.
- viii. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to Mr. S. N. Jetheliya, Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.

Thanking you,
Yours Faithfully,


Tushar Vora
Practicing Company Secretary
Scrutinizer
FCS: 3459
COP: 1745
UDIN: F003459F001183077



Place : Ahmedabad
Date : 10th September, 2024