

# ARCOTECH LTD.

Regd. Office/Works: 181, Sector-3, Industrial Growth Center Bawal-123501, Distt. Rewari, Haryana  
Ph.: 01284-264160 / 61, Fax: 01284-264022  
CIN : L34300HR1981PLCO12151

31<sup>st</sup> December, 2020

<b>Bombay Stock Exchange Ltd.</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001  Fax No. 022 2272 3121  <b><u>Scrip ID: ARCOTECH. Scrip Code: 532914</u></b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex. Bandra(E), Mumbai-400051  Fax No. - 022-26598237/38  <b><u>Symbol: ARCOTECH. Series: EQ</u></b>
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**Sub: Details of Voting Results of the 39<sup>th</sup> of Annual General Meeting of the Company as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015**

Dear Sir,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 details of the Voting Results of the 39<sup>th</sup> of Annual General Meeting (AGM) of the Company held on Wednesday, 30th December, 2020 through Video Conference and other Audio Video Means (OVAM) are enclosed in the prescribed format. All Six (6) resolutions as set out in the notice convening AGM were approved by the members of the Company with requisite majority.

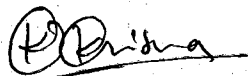
Further we are also enclosing the consolidated Scrutinizer's Report issued by Mr. Saurabh Agrawal, practicing Company Secretary appointed as Scrutinizer for the purpose of scrutinizing Remote e- voting conducted from December 27, 2020 to 29 December, 2020 and evoting at the AGM, respectively.

The above are also uploaded on Company's website.

Please take note on the above and acknowledge the receipt.

Thanking You,

Yours Truly  
For Arcotech Limited



Krishan Kumar Mishra  
Company secretary

Encl: a/a

# ARCOTECH LTD.

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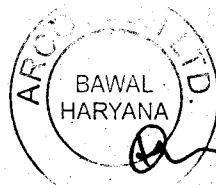
## ARCOTECH LTD. - AGM Attended and Voting Summary

### Format for Voting Result

Date of the AGM	December 30, 2020
Total Number of Shareholders on record date	30015
No. of shareholders present in the meeting either in person or through proxy :	
Promoter & Promoter group	
Public	
Total	
No. of shareholders attended the meeting through Video Conferencing :	
Promoter & Promoter group	14
Public	48
Total	62

### Agenda- wise disclosure (to be disclosed separately for agenda item)

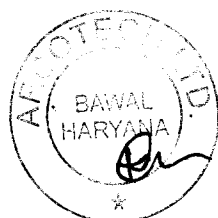
1.		To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2020 including Audited Balance Sheet as at 31st March, 2020 and the Statement of Profit and Loss for the year ended and Cash Flow statement as on that date and the reports of the Board of Directors ('the Board') and Auditors thereon						
Whether promoter/promoter group are interested in the agenda/resolution ?		0						
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 & Promoter Group	Remote Evoting	41960144	41960144	100.00000	41960144	0	100.00000	
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		41960144	100.00000	41960144	0	100.00000	
Public - Institutional holders	Remote Evoting	186600	0		0	0		
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institution	Remote Evoting	62853256	15024	0.02390	15019	5	99.96670	0.03330
	Evoting at AGM		1489	0.00240	1489	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		16513	0.02630	16508	5	99.96970	0.03030
<b>Total</b>		<b>105000000</b>	<b>41976657</b>	<b>39.97777</b>	<b>41976652</b>	<b>5</b>	<b>99.99999</b>	<b>0.00001</b>
2.		To appoint a Director in place of Shri Radha Nath Pattnayak (Din-01189370), who retires by rotation and, being eligible, offers himself for re-appointment						
Whether promoter/promoter group are interested in the agenda/resolution ?		0						
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 & Promoter Group	Remote Evoting	41960144	41960144	100.00000	41960144	0	100.00000	
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		41960144	100.00000	41960144	0	100.00000	
Public - Institutional holders	Remote Evoting	186600	0		0	0		
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institution	Remote Evoting	62853256	15024	0.02390	12019	3005	79.99870	20.00130
	Evoting at AGM		1489	0.00240	1489	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		16513	0.02630	13508	3005	81.80220	18.19780
<b>Total</b>		<b>105000000</b>	<b>41976657</b>	<b>39.97777</b>	<b>41973652</b>	<b>3005</b>	<b>99.99284</b>	<b>0.00716</b>



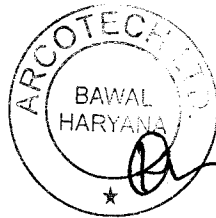
3.			Reappointment of Mr. Sham Lal Mohan (DIN-00028126) as an Independent Director for a second Consecutive Term of 5 Years					
Whether promoter/promoter group are interested in the agenda/resolution ?			0					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled 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 & Promoter Group	Remote Evoting	41960144	41960144	100.00000	41960144	0	100.00000	
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		41960144	100.00000	41960144	0	100.00000	
Public - Institutional holders	Remote Evoting	186600	0		0	0		
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institution	Remote Evoting	62853256	15024	0.02390	11969	3055	79.66590	20.33410
	Evoting at AGM		1489	0.00240	1489	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		16513	0.02630	13458	3055	81.49940	18.50060
<b>Total</b>		<b>105000000</b>	<b>41976657</b>	<b>39.97777</b>	<b>41973602</b>	<b>3055</b>	<b>99.99272</b>	<b>0.00728</b>

4.			Continuation of Directorship of Mr. Sham Lal Mohan					
Whether promoter/promoter group are interested in the agenda/resolution ?			0					
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 & Promoter Group	Remote Evoting	41960144	41960144	100.00000	41960144	0	100.00000	
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		41960144	100.00000	41960144	0	100.00000	
Public - Institutional holders	Remote Evoting	186600	0		0	0		
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institution	Remote Evoting	62853256	15024	0.02390	11969	3055	79.66590	20.33410
	Evoting at AGM		1489	0.00240	1489	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		16513	0.02630	13458	3055	81.49940	18.50060
<b>Total</b>		<b>105000000</b>	<b>41976657</b>	<b>39.97777</b>	<b>41973602</b>	<b>3055</b>	<b>99.99272</b>	<b>0.00728</b>

5.			Appointment of Ms. Megha Bansal as Woman Independent Director of the Company					
Whether promoter/promoter group are interested in the agenda/resolution ?			0					
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 & Promoter Group	Remote Evoting	41960144	41960144	100.00000	41960144	0	100.00000	
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		41960144	100.00000	41960144	0	100.00000	
Public - Institutional holders	Remote Evoting	186600	0		0	0		
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institution	Remote Evoting	62853256	15024	0.02390	12019	3005	79.99870	20.00130
	Evoting at AGM		1489	0.00240	1489	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		16513	0.02630	13508	3005	81.80220	18.19780
<b>Total</b>		<b>105000000</b>	<b>41976657</b>	<b>39.97777</b>	<b>41973652</b>	<b>3005</b>	<b>99.99284</b>	<b>0.00716</b>



6.			RESOLVED THAT pursuant to the provisions of Section-148 and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Cost Audit or appointed by the Board of Directors of the Company, to conduct the					
Whether promoter/promoter group are interested in the agenda/resolution ?			0					
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 & Promoter Group	Remote Evoting	41960144	41960144	100.00000	41960144	0	100.00000	
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		41960144	100.00000	41960144	0	100.00000	
Public - Institutional holders	Remote Evoting	186600	0		0	0		
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institution	Remote Evoting	62853256	15024	0.02390	15019	5	99.96670	0.03330
	Evoting at AGM		1489	0.00240	1489	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		16513	0.02630	16508	5	99.96970	0.03030
Total		105000000	41976657	39.97777	41976652	5	99.99999	0.00001





**Saurabh Agrawal & Co.**  
**Company Secretaries**

403, Nirmal Tower, 26, Barakhamba Road,  
Connaught Place, New Delhi-110001  
Tel.: +91-11-23752129, 40366403  
Cell: 9811365004  
E-mail: saurabhcs@gmail.com

**CONSOLIDATED SCRUTINIZER'S REPORT ON REMOTE E-VOTING AND ON E VOTING AT AGM**

**[Pursuant to the Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management & Administration) Rules, 2014**

**To**  
**The Chairman**  
**Arcotech Limited**  
**181, Sector-3, Industrial Growth Centre, Bawal**  
**Distt. Rewari, Haryana - 123501**

**Sub:** Consolidated Report on E-Voting carried out during 27<sup>th</sup> December, 2020 (9:00 am) to 29<sup>th</sup> December, 2020 (5:00 pm), and E-voting conducted at the 39<sup>th</sup> Annual General Meeting of the Equity shareholders of Arcotech Limited held on Wednesday 30<sup>th</sup> December, 2020 at 11:30 A.M.

Dear Sir,

Your Company had provided a facility to the shareholders to exercise their votes on the resolutions as set out in the notice of Annual General Meeting dated 12<sup>th</sup> November, 2020, by way of remote e voting and e voting conducted during the Annual General Meeting held on 30<sup>th</sup> December, 2020, pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended from time to time.

We M/s Saurabh Agrawal & Co., Company Secretaries, was appointed as the scrutinizer by the Board of Directors of Arcotech Limited pursuant to rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of scrutinizing the process of e voting through electronic means (e-voting) at the said AGM in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the said notice.

Further, the AGM notice, as confirmed by the company, was sent to those members whose email addresses were registered with the Company/Depositories, in compliance with the MCA General Circular No. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively (collectively referred to as "MCA Circulars") and SEBI Circular dated 12th May, 2020 and the AGM was convened through Video Conferencing (VC) or Other Audio Visual Means (OAVM) without the physical presence of the shareholders at common venue.

The Management of the company is responsible to ensure compliance with the provisions of the Companies act 2013 and rules made there-under related to voting through electronic means on the resolution proposed in the said notice of AGM.





Our responsibility as Scrutinizer is to ensure that the voting process through electronic means is conducted in a fair and transparent manner and render consolidated scrutinizer report of the total votes cast 'in favour' or 'against' if any, to the chairman or his authorised representative, on the resolution based on the votes cast and reports generated from the electronic voting system, provided by the Central Depository Services (India) Limited (CDSL) the authorised agency engaged by the Company to provide facility of Remote e-voting and e-voting during the AGM.

In this regard, we further confirm that-

#### **Publication of notice in the newspaper**

The Company has informed that on the basis of the Register of members and the list of beneficial owners made available by the Depositories viz Central Depository Services (India) Limited (CDSL) and National Securities Depository Limited (NSDL), the Company completed the dispatch of notice on 5<sup>th</sup> December, 2020 by email to members who had registered their email Ids with the Company/Depository 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 Financial Express and in Hindi in Jansatta on Tuesday 8<sup>th</sup> December, 2020.

#### **Cut-off date**

The voting rights were reckoned as on 23<sup>rd</sup> December, 2020, 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 remote e-voting period commenced from Sunday 27<sup>th</sup> December, 2020 at 9 a.m to Tuesday 29<sup>th</sup> December, 2020 till 5:00 p.m. and it was blocked by CDSL for e-voting. Members were requested to cast their votes electronically conveying their assent/dissent in respect of the Ordinary/special Resolutions on the e-voting platform provided by the CDSL.

#### **Voting at the AGM**

On the day of AGM i.e. on 30<sup>th</sup> December, 2020, Company conducted voting through electronic means for the members who could not participate in the remote e-voting to record their votes.

#### **Process of Scrutiny and counting of votes**

After the conclusion of the e-voting cast at AGM, we unblocked the result of votes cast through remote e voting and e voting at the AGM in the capacity of the Scrutinizer in the presence of Ms. Deepti Aggarwal and Ms. Pooja Jain who were present as witnesses.

  
Deepti Aggarwal

  
Pooja Jain

Thereafter, the details containing inter-alia, the list of Equity Shareholder who voted "in Favour" or against on each of the resolution that was put to vote through Remote e-voting were generated from the e-voting website of CDSL and consolidated with the E-voting cast at the AGM.

It was observed that

- *Total 62 members were present in the Annual General Meeting through video conference/other Audio Visual means (OAVM) out of which 26 members have cast their vote through remote e-voting facility and 17 members have cast their vote at Venue voting. Remaining 19 members have not cast their vote by any of the available means.*





Now we submit our consolidated report as under on the result of the remote e-voting conducted prior to the AGM and during the AGM in respect of the said resolution.

**Item No.1-Ordinary Resolution-Passed**

To receive, consider and adopt the Financial Statement of the Company for the year ended 31<sup>st</sup> March, 2020 including audited Balance Sheet as at 31<sup>st</sup> March, 2020 and the statement of Profit and Loss for the year ended and Cash Flow statement as on that date and the reports of the Board of Directors (the Board) and Auditor's thereon.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	56	41975163	17	1489	73	41976652	100%
Dissent	1	5	0	0	1	5	0
Abstain	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
<b>Total</b>	<b>57</b>	<b>41976657</b>	<b>17</b>	<b>1489</b>	<b>74</b>	<b>41976657</b>	<b>100%</b>

**Item No. 2 Ordinary Resolution: Passed**

To appoint a Director in place of Shri Radha Nath Pattanayak (DIN: 01189370) who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent*	53	41971163	17	1489	70	41972652	99.99%
Dissent	2	3005	0	0	2	3005	0.01%
Abstain	2	1000	0	0	2	1000	0
Invalid	0	0	0	0	0	0	0
<b>Total</b>	<b>57</b>	<b>41975168</b>	<b>17</b>	<b>1489</b>	<b>74</b>	<b>41976657</b>	<b>100%</b>

- *2 folios have casted their votes in favor of the resolution through remote e-voting facility, but considered under the head abstain in the above table as they both were interested in the resolution.*

**Item No. 3 Special Resolution: Passed**

Reappointment of Mr. Sham Lal Mohan (DIN: 00028126) as an Independent Director for a second consecutive term of 5 years.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	54	41972113	17	1489	71	41973602	99.99%
Dissent	3	3055	0	0	3	3055	0.01%
Abstain	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
<b>Total</b>	<b>57</b>	<b>41975168</b>	<b>17</b>	<b>1489</b>	<b>74</b>	<b>41976657</b>	<b>100%</b>

**Item No. 4 Special Resolution: Passed**

Continuation of the Directorship of Mr. Sham Lal Mohan as Non Executive Independent Director.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	54	41972113	17	1489	71	41973602	99.99%
Dissent	3	3055	0	0	3	3055	0.01%



Abstain	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
<b>Total</b>	<b>57</b>	<b>41975168</b>	<b>17</b>	<b>1489</b>	<b>74</b>	<b>41976657</b>	<b>100%</b>

**Item No. 5 Ordinary Resolution: Passed**

Appointment of Ms. Megha Bansal as Woman Independent Director of the Company

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	55	41972163	17	1489	72	41973652	99.99%
Dissent	2	3005	0	0	2	3005	0.01%
Abstain	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
<b>Total</b>	<b>57</b>	<b>41975168</b>	<b>17</b>	<b>1489</b>	<b>74</b>	<b>41976657</b>	<b>100%</b>

**Item No. 6 Ordinary Resolution: Passed**

Ratification of the remuneration paid to the Cost Auditor

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	56	41975163	17	1489	73	41976652	100%
Dissent	1	5	0	0	1	5	0
Abstain	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
<b>Total</b>	<b>57</b>	<b>41975168</b>	<b>17</b>	<b>1489</b>	<b>74</b>	<b>41976657</b>	<b>100%</b>

All the Resolution mentioned in the Notice of the Annual General Meeting as per the details above stand passed under remote e-voting and e-voting done by the members at the AGM with the requisite majority and hence deemed to have been passed at the AGM.

The Company may accordingly declare the result of the voting through remote e-voting and e-voting at the AGM to the respectively authorities.

The relevant electronic data relating to the e voting will be handed over to the Company Secretary of the Company for preserving safety.


Thanking You

Yours faithfully

Place: New Delhi

Date: 30/12/2020

UDIN: F005430B001756707

  
**Saurabh Agrawal**  
**Saurabh Agrawal & Co.**  
**Scrutinizer**  
**Practicing Company Secretary**  
**C.P No. 4868**