

VALECHA ENGINEERING LIMITED

(AN ISO 9001 - 2015 COMPANY)



Ref: VEL/2026-27

01.10.2026

BSE LIMITED P. J. Towers, Dalal Street, Mumbai – 400 001 SCRIP CODE 532389	NATIONAL STOCK EXCHANGE OF INDIA LIMITED Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 VALECHENG
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Dear Sir/Madam,

SUB : NOTICE OF 49TH ANNUAL GENERAL MEETING (AGM) OF THE COMPANY FOR THE FINANCIAL YEAR 2025-26 & BOOK CLOSURE & E VOTING OUTCOME PROCEEDINGS AND VOTING RESULTS OF 49TH ANNUAL GENERAL MEETING OF THE COMPANY PURSUANT TO REGULATION 30 AND 44(3) OF THE SEBI (LODR) REGULATIONS, 2015.

REF: OUR LETTERS DATED 29.08.2026 AND 05.09.2026.

The **49TH ANNUAL GENERAL MEETING (AGM)** of VALECHA ENGINEERING LIMITED was held physically on **WEDNESDAY THE 30TH SEPTEMBER 2026** at the Registered Office of the Company. 35 Members had attended the **49th AGM** physically. The Meeting commenced at 3.30 p.m. and concluded at 6.00 p.m.

The Company had provided Remote e-voting facility to its Members through NATIONAL SECURITIES DEPOSITORIES LIMITED (NSDL). The Remote e-voting had commenced on **27.09.2026 (9.00 a.m. IST) and ended on 29.09.2026 (5.00 p.m. IST)**. Voting was also kept open by the Company during the conduct of the AGM.

The result of the Remote e-voting (including -voting conducted during the AGM and Scrutinizers Report on e-voting is attached herein below and shall be displayed on the website of the Company as required.

We request you to kindly take the same on your record.

KINDLY TAKE THE SAME ON RECORDS.

**THANKING YOU,
YOURS FAITHFULLY,
FOR VALECHA ENGINEERING LIMITED**

**(VIJAYKUMAR H MODI)
COMPANY SECRETARY & LEGAL**

ENCL: AS ABOVE



Ragini Chokshi & Co.

Company Secretaries

34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.

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Date : 01/10/2026

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 107 of the Companies Act, 2013 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]]

To,
The Chairman,
49th Annual General Meeting (AGM)
of **VALECHA ENGINEERING LIMITED**
held on Wednesday, September 30, 2026 at 03:30 P.M.

Dear Sir,

1. Appointment as Scrutinizer:

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co., a Company Secretary Firm having its Office at 34, Kamer Building, 5th Floor, 38, Cawasji Patel Street, Fort, Mumbai-400001, has been appointed as the Scrutinizer by the Board of Directors of **VALECHA ENGINEERING LIMITED** ("the Company") for the purpose of:

(i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the "2013 Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and

(ii) Scrutinizing the voting process conducted by way of show of hands pursuant to Section 107 of the Companies Act, 2013, and the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') read with SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, conducted for passing the Resolutions contained in the Notice convening the 49th Annual General Meeting of the Shareholders of the Company held on Wednesday, September 30, 2026 at 3:30 P.M. at Valecha Chambers, New Link Road, Andheri (West) Mumbai 400 053, Maharashtra.

2. Our Responsibility

The management of the Company is responsible to ensure the compliance with the requirements of the Act, Rules and notifications and SEBI Listing Regulations relating to voting through electronic means on the businesses set out in the Notice of the 49th AGM of the Members of the Company. Our responsibility as a Scrutinizer is to scrutinize remote e-voting and show of hands conducted at the AGM in a fair and transparent manner and to ascertain requisite majority and is restricted to submitting a Consolidated Scrutinizer's Report on the voting on the resolutions set out in the Notice, based on the reports generated from the e-Voting system of National Securities Depository Limited,

the authorized agency to provide remote e-Voting facilities before and during the AGM, engaged by the Company.

3. Dispatch of Notice convening AGM

The Notice dated August 13, 2026 convening the AGM along with the statement setting out material facts under Section 102 of the Companies Act, 2013 was sent to the shareholders on September 04, 2026 in respect of the below mentioned Resolutions to be passed at the AGM of the Shareholders of the Company.

Newspaper advertisement was published on Friday, September 11, 2026 in Active Times (English Edition) and Mumbai Mitra, Mumbai (Marathi Edition), both the newspapers having electronic editions specifying all the necessary information prescribed in the rules and circulars.

The Company hosted the notice of AGM on its website namely www.valecha.in and also uploaded the same on the website of the Stock Exchange i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com.

4. Cut-off date

Voting rights were reckoned as on **Wednesday, September 16, 2026** being the cut-off date for deciding the entitlements of members for remote e-voting and e-voting during the AGM.

5. Remote e-voting process

- i. **Agency:** The Company had appointed **National Securities Depository Limited (NSDL)** as the agency for providing the platform for remote e-voting and e-voting during the AGM.
- ii. **Remote e-voting period:** The Remote e-voting remained open from Sunday, September 27, 2026 at 9:00 A.M. (IST) and ended on Tuesday, September 29, 2026 at 5:00 P.M. (IST).

After the end of the remote e-voting period as aforesaid, I was provided access to details of the members who had opted for e-voting.

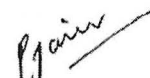
The Company also provided voting by show of hands at the venue of the Annual General Meeting to those members who attended the Annual General Meeting and who had not voted electronically.

The details such as the name of the member, folio no., and number of shares held by the member could be seen to ensure that these members do not vote again at the AGM.

The votes cast through e-voting were unblocked after the Annual General Meeting in the presence of two witnesses, who are not in the employment of the Company.



Ms. Khushi Morsawala



Mr. Parv Jain

I hereby submit the **Consolidated Scrutinizer's Report** based on the results of remote e-voting and e-voting during the AGM on the resolutions as set out in the notice of the aforesaid 49th AGM based on the reports downloaded from the e-voting website of **National Securities Depository Limited (NSDL)** and relied upon by me as under

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the e-voting website of **National Securities Depository Limited (NSDL)**.

The Consolidated Report on the result of the remote e-voting and voting at the meeting through show of hands in respect of the said Resolutions is as under:

CONSOLIDATED RESULTS

Item No. 1: Ordinary Resolution

Adoption of Financial Statements To consider and adopt:

- a) the Audited Financial Statements of the Company for the Financial Year ended March 31, 2026 and the Report of the Board of Directors and Auditors thereon; and
- b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026 and the Report of Auditors thereon.

Particulars	Remote E-Voting		Physical voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	27	52,302	20	2,14,03,555	47	2,14,55,857	99.9993
Dissent	1	145	0	0	1	145	0.0007
Total	28	52,447	20	2,14,03,555	48	2,14,56,002	100.0000

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	2,14,56,002	100.0000
Assented to Resolution	2,14,55,857	99.9993
Dissented to Resolution	145	0.0007

Item No. 2: Ordinary Resolution

To appoint a Director in place of Mr. Pradeep Khandagale (DIN: 01124220), who retires by rotation and being eligible, offers himself for reappointment

Particulars	Remote E-Voting		Physical voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	27	52,302	20	2,14,03,555	47	2,14,55,857	99.9993
Dissent	1	145	0	0	1	145	0.0007
Total	28	52,447	20	2,14,03,555	48	2,14,56,002	100.0000

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	2,14,56,002	100.0000
Assented to Resolution	2,14,55,857	99.9993
Dissented to Resolution	145	0.0007

Item No. 3: Special Resolution

To appoint Ms. Sheuli Sandeep Mukharjee (DIN: 11862995) as Non-executive and Independent director of the Company.

Particulars	Remote E-Voting		Physical voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	27	52,302	20	2,14,03,555	47	2,14,55,857	99.9993
Dissent	1	145	0	0	1	145	0.0007
Total	28	52,447	20	2,14,03,555	48	2,14,56,002	100.0000

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	2,14,56,002	100.0000
Assented to Resolution	2,14,55,857	99.9993
Dissented to Resolution	145	0.0007

Item No. 4: Ordinary Resolution

Re-Appointment of the Statutory Auditors

Particulars	Remote E-Voting		Physical voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	27	52,302	20	2,14,03,555	47	2,14,55,857	99.9993
Dissent	1	145	0	0	1	145	0.0007
Total	28	52,447	20	2,14,03,555	48	2,14,56,002	100.0000

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	2,14,56,002	100.0000
Assented to Resolution	2,14,55,857	99.9993
Dissented to Resolution	145	0.0007

Item No. 5: Ordinary Resolution

Appointment of Secretarial Auditor.

Particulars	Remote E-Voting		Physical voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	26	51,863	20	2,14,03,555	46	2,14,55,418	99.9993
Dissent	1	145	0	0	1	145	0.0007
Total	27	52,008	20	2,14,03,555	47	2,14,55,563	100.0000

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	2,14,55,563	100.0000
Assented to Resolution	2,14,55,418	99.9993
Dissented to Resolution	145	0.0007

RESULTS

The above-mentioned resolutions are passed with requisite majority as on the date of the 49th AGM of the Company i.e. Wednesday, September 30, 2026.

The Register, all other papers and relevant records relating to voting, shall remain in our safe custody until the signed copy of the Scrutinizers Report has been provided to the Company, after which the same will be handed to the Company Secretary of the Company for safe keeping.

Thanking You,

Yours faithfully,

Countersigned by
Valecha Engineering Limited



Company Secretary

Date: 01-10-2026
Place: Mumbai

For Ragini Chokshi & Co.
(Company Secretaries)

RAGINI
KAMAL
CHOKSHI

Digitally signed by
RAGINI KAMAL
CHOKSHI
Date: 2026.10.01
17:41:58 +05'30'

Ragini Chokshi
(Partner)

Membership No.: F2390

C.P. No.: 1436

UDIN: F002390H001706543