

Pitti Engineering Limited

(Formerly Pitti Laminations Limited)

ISO 9001:2015 ISO 14001:2015

www.pitti.in



March 22, 2024

To,
BSE Limited
Floor 25, P J Towers, Dalal Street
Mumbai - 400 001
Scrip Code: 513519

To,
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E), Mumbai - 400 051
Scrip Code: PITTIENG

Dear Sir,

Subject: Voting Results and Scrutinizer's Report of the meeting of the Equity Shareholders of Pitti Engineering Limited held on Friday, March 22, 2024, pursuant to the order of the Hon'ble National Company Law Tribunal, Bench at Hyderabad

We refer to our letter dated February 16, 2024, wherein the Company had submitted the notice convening the meeting of the Equity Shareholders of the Company in relation to the Meeting of the Equity Shareholders of Pitti Engineering Limited held on Friday, March 22, 2024, at 5:00 P.M., as per the directions of Hon'ble National Company Law Tribunal, Bench at Hyderabad ("Tribunal") vide its Order dated February 9, 2024 ("Order"),

Pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and the directions of the Hon'ble Tribunal in the Order, we submit the following:

1. Consolidated Voting Results of the Remote e-voting and e-voting at the Meeting as per the format prescribed under Regulation 44(3) of the SEBI Listing Regulations (i) Majority of persons representing three-fourth in value - including promoter and promoter group) and (ii) Majority of public shareholders - excluding promoter and promoter group.
2. The Scrutinizer's Report dated 22nd March 2024, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration), Rules 2014. The resolution has been passed with requisite majority by the Equity Shareholders of the Company.

The Voting Results along with the Scrutinizer's Report(s) will be available on the Company's website at www.pitti.in and on the website of National Securities Depository Limited at <https://www.evoting.nsdl.com/>. The same is also being displayed at the Registered Office of the Company.

Kindly take the same on record.

Yours faithfully,
For Pitti Engineering Limited

Mary Monica Braganza
Company Secretary & Compliance Officer
FCS 5532
Encl: a/a

CIN: L29253TG1983PLC004141

Registered Office

6-3-648/401, 4th Floor
Padmaja Landmark, Somajiguda
Hyderabad - 500 082
Telangana, India
T: +91 40 2331 2774 / 2331 2770
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info@pitti.in



P. SARADA

COMPANY SECRETARIES

P. SARADA
M.com., LLB., A.C.S

8-3-168/b/10, Siddhartha Nagar (North)
ESI, Near A.G. Colony
Hyderabad - 500 038
Cell : 98483 02393
E-mail : sharadacs@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to Sections 108 of the Companies Act, 2013 read with Rule 20 of the Companies
(Management and Administrations) Rules 2014 as amended]

To

Mr Gandluri Ramanjaneyulu,

The Chairperson Appointed by the Hon'ble National Company Law Tribunal ("NCLT"),
Bench at Hyderabad for the Meeting of the Equity Shareholders of Pitti Engineering Limited
pursuant to the Company Scheme Application No. C.A.(CAA) No. 66/230/HDB/2023.

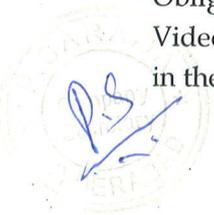
Dear Sir,

Sub: Scrutinizer's Report with respect to voting by Equity Shareholders of Pitti Engineering Limited ("PEL" or the "Amalgamated Company" or the "Company") convened pursuant to Hon'ble NCLT Order dated February 09, 2024, through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) held on Friday, 22nd March 2024 at 5:00 PM

I, Putcha Sarada, have been appointed as the Scrutinizer by the Hon'ble National Company Law Tribunal, Bench at Hyderabad ("NCLT" or "Tribunal") vide order dated February 9, 2024 passed in Company Scheme Application No. C.A.(CAA) No. 66/230/HDB/2023 for the purpose of scrutinizing and ascertaining the results of voting carried out through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) of the Meeting of the Equity Shareholders (including Promoters and Promoter Group) of Pitti Engineering Limited held on Friday, March 22, 2024 at 5:00 PM, in terms of applicable provisions of the Companies Act, 2013 read with rules made thereunder ("Tribunal Convened Equity Shareholders Meeting" or "Meeting"). The deemed venue for the Meeting was the Registered Office of the Company.

I do hereby report and submit as under:

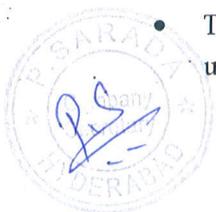
- The Company had appointed National Securities Depository Limited ("NSDL") as the agency for providing Remote e-voting and Evoting at the Meeting and other facilities for the Meeting.
- The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules framed thereunder and SEBI Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) on the resolution contained in the notice sent to the shareholders of the Company dated February 16, 2024 ("Notice").



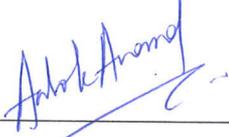
- My responsibility as a Scrutinizer for e-voting process is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution contained in the Notice, based on the reports generated from the e-voting system provided by NSDL (being an Agency authorized under the Act and the Rules made thereunder engaged by the Company to provide e-voting facility) and attendant papers/ documents furnished to me electronically by the Company and/ or NSDL for my verification .
- The Cut-off Date for the purpose of determining the Equity Shareholders entitled to vote through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) was March 15, 2024. The Equity Shareholders who were holding shares of the Company, as on the Cut-off Date, were entitled to vote on the resolution set out in the Notice dated February 16, 2024 of the meeting of the Equity Shareholders of the Company through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).
- The Company had completed the dispatch of Notice of meeting of Equity Shareholders dated February 16, 2024 to those Equity Shareholders whose name appeared in the Register of Members / List of Beneficiaries as received from NSDL and CDSL, as on February 9, 2024 vide e-mail on February 16, 2024 (to such Equity Shareholders whose e-mail id was registered with the Company) and by way of courier on February 19, 2024 (to such Equity Shareholders whose e-mail id was not registered with the Company or whose emails were bounced). The voting rights of Equity Shareholders shall be in proportion to their shares of the paid-up share capital of the Company as on the Cut-off Date i.e., one share held is equal to one vote.
- The Company has provided facility to the Equity Shareholders to exercise their right to vote on the resolution contained in the Notice calling the Meeting using an electronic voting system (i) Remote e-voting before the meeting ("Remote e-voting") and (ii) e-voting at the Meeting ("e-voting at the Meeting")
- An advertisement was published in English in "Business Standard" newspaper and translation thereof in Telugu in "Nava Telangana" newspaper on February 20, 2024 in pursuance to Rule 20 and 22 of the Companies (Management and Administration) Rules, 2015 informing the Equity Shareholders about the convening of the meeting of the Equity Shareholders for considering and approving the Scheme.

E-voting:

- The Remote e-voting commenced on Monday, March 18, 2024 from 9:00 A.M. (IST) and concluded on Thursday, March 21, 2024 at 5:00 P.M. (IST).
- The Remote e-voting module was disabled by NSDL for voting on Thursday, March 21, 2024 after 5:00 P.M. (IST).
- The Evoting facility at the meeting was made available by NSDL during the Meeting and upto 15 minutes after the conclusion of the Meeting.



- The votes cast under Remote e-voting and E-voting at the Meeting were thereafter unblocked on, March 22, 2024, after the conclusion of the E-voting in presence of two witnesses, (Aalok Anand and Mohit Bang) who were not in employment of the Company/ NSDL. They have signed below in confirmation of the same.

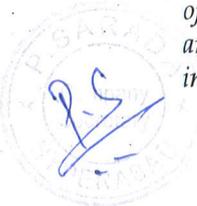




- Thereafter, I have scrutinized and reviewed the remote e-voting / evoting at the meeting and votes tendered therein based on the data downloaded from the NSDL e-voting system. The downloaded data was reconciled with the records maintained by the Company's Registrar and Transfer Agents and the authorizations lodged with the Company/ Scrutinizer.
- The resolution as set out in the Notice of the Meeting of Equity Shareholders is reproduced below:

"RESOLVED THAT pursuant to the provisions of Sections 230-232 of the Companies Act, 2013, read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 ("Arrangement Rules") and other applicable rules and regulations made thereunder (including any statutory modification or re-enactment thereof) as may be applicable, and subject to the enabling provisions of the Memorandum and Articles of Association of the Company, and subject to requisite approval of jurisdictional National Company Law Tribunal, Bench at Hyderabad ('NCLT'/ 'Tribunal'), and subject to applicable provisions of the Securities and Exchange Board of India ('SEBI') Act, 1992 read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), Master Circular No. SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021 and SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 including its amendments issued by the Securities and Exchange Board of India (referred to as 'SEBI Circular') and subject to such other approvals and permissions and sanctions from other regulatory or government bodies / tribunals or institutions as may be applicable, and subject to such conditions and modifications as may be prescribed or imposed by the Tribunal or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as "Board", which term shall be deemed to mean and include one or more Committee(s) constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution'), and subject to the approval of the Unsecured Creditors, the amalgamation embodied in the Scheme of Amalgamation amongst Pitti Castings Private Limited ("PCPL" or "Amalgamating Company 1") and Pitti Rail and Engineering Components Limited ("PRECL" or "Amalgamating Company 2") and Pitti Engineering Limited ("PEL" or "Amalgamated Company" or the "Company"), and their respective Shareholders and Creditors ('Scheme') placed before this Meeting be and is hereby approved by the Equity Shareholders of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution and for removal of any difficulties or doubts, the Board, be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem desirable, necessary, expedient, usual or proper, and to settle any questions or difficulties or doubts that may arise, including passing of such accounting entries and/or making such adjustments in the books of accounts, transfer/vesting of such assets and liabilities as considered necessary to give effect to the above resolution, settling of any questions or difficulties arising under the Scheme or in regard to and of the meaning or interpretation of the Scheme or implementation there of or in any matter whatsoever connected



therewith, or to review the position relating to the satisfaction of various conditions of the Scheme and if necessary, to waive any of those, and to make modifications, amendments, revisions, edits and all other actions as may be required to finalise the Scheme and do all acts, deeds and things as may be necessary, desirable or expedient for carrying the Scheme into effect or to carry out such modifications/directions as may be required and/or imposed and/or permitted by the NCLT while sanctioning the Scheme, or by any governmental authorities, to do and perform and to authorize the performance of all such acts and deeds which are necessary or advisable for the implementation of the Scheme and upon the sanction of the Scheme by, amongst others, the NCLT and/or SEBI and/or any other regulatory/Government authorities, to implement and to make the Scheme effective, without any further approval of the Board or to approve withdrawal (and where applicable, re-filing) of the Scheme at any stage for any reason including in case any changes and/or modifications are suggested/required to be made in the Scheme or any condition suggested, required or imposed, whether by any shareholder and/or creditor of the Company, the SEBI, the NCLT, and/or any other authority, are in its view not acceptable to the Company, and/or if the Scheme cannot be implemented otherwise, and to do all such acts, deeds and things as it may deem necessary and desirable in connection therewith and incidental thereto, to approve and authorize execution of any agreements, deeds, documents, declarations, affidavits, writings, etc. (including any alterations or modifications in the documents executed or to be executed), whether or not under the Common Seal of the Company, as may be required from time to time in connection with the Scheme."

- The consolidated result of voting through Remote e-voting and e-voting at Meeting seeking the approval of the Equity Shareholders (including Promoters and Promoter Group) of the Company is as under:

A - VOTES IN FAVOUR OF THE RESOLUTION:

Manner of Voting	Number of Equity Shareholders voted	Number of votes casted/Valid Votes	% of total number of votes cast
Remote e-voting	98	1,98,61,726	99.998%
e-voting at the Meeting	8	342	0.002%
Total	106	1,98,62,068	100.000%

B - VOTES AGAINST THE RESOLUTION:

Manner of Voting	Number of Equity Shareholders voted	Number of votes casted/Valid Votes	% of total number of votes cast
Remote e-voting	Nil	Nil	Nil
e-voting at the Meeting	Nil	Nil	Nil
Total	Nil	Nil	Nil



C - INVALID VOTES:

Manner of Voting	Number of Equity Shareholders whose votes were declared invalid	Number of votes cast by them
Remote e-voting	Nil	Nil
e-voting at the Meeting	Nil	Nil
Total	Nil	Nil

- All registers, relevant records and other incidental papers related to remote e-voting prior to as well as during the Meeting were handed over to the Company Secretary & Compliance Officer of the Company for safe keeping.
- The resolution was passed with requisite majority in accordance with the provisions of Sections 230 to 232 of the Act, as majority of persons representing three-fourth in value of the Equity Shareholders of the Company, voting through Remote e-voting and e-voting at Meeting facility made available during the Meeting, have cast their votes in favour of the resolution.

Thanking You,
Yours faithfully

P. Sarada



P. Sarada

PUTCHA SARADA
NOTISING COMPANY SECRETARY
M. No. : 21717
C. P. No. : 8785

Ms. Putcha Sarada, PCS

Member No.: 21717

(Scrutinizer for the meeting, appointed by Hon'ble NCLT)

Place: Hyderabad

Date: March 22, 2024

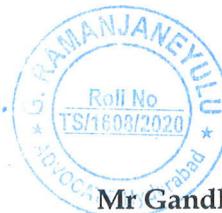
Witness (1):

Abdul Ahamed

Witness (2)

Ms. ...

Countersigned by



[Signature]

Mr Gandluri Ramanjaneyulu, Advocate
Chairperson appointed for the NCLT
convened meeting of Equity Shareholders

Place: Hyderabad

Date: March 22, 2024



P. SARADA COMPANY SECRETARIES

P. SARADA
M.Com., LL.B., A.C.S.

8-3-168/B/10, Siddhartha Nagar (North)
ESI, Near A.G. Colony
Hyderabad - 500 038
Cell : 98483 02393
E-mail : sharadacs@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to the directions of Hon'ble National Company Law Tribunal, Bench at Hyderabad
vide its Order dated February 9, 2024]

To

Mr Gandluri Ramanjaneyulu,

The Chairperson Appointed by the Hon'ble National Company Law Tribunal ("NCLT"), Bench at Hyderabad for the Meeting of the Equity Shareholders of Pitti Engineering Limited pursuant to the Company Scheme Application No. C.A.(CAA) No. 66/230/HDB/2023.

Dear Sir,

Sub: Scrutinizer's Report with respect to voting by Equity Shareholders (excluding Promoters and Promoter Group) of Pitti Engineering Limited ("PEL" or the "Amalgamated Company" or the "Company") convened pursuant to NCLT Order dated February 09, 2024 through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) held on Friday, 22nd March 2024 at 5:00 PM in terms of SEBI Master Circular No. SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021 and SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023

I, Putcha Sarada, have been appointed as the Scrutinizer by the Hon'ble National Company Law Tribunal, Bench at Hyderabad ("NCLT" or "Tribunal") *vide* order dated February 9, 2024 passed in Company Scheme Application No. C.A.(CAA) No. 66/230/HDB/2023 for the purpose of scrutinizing and ascertaining the results of voting carried out through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) of the Meeting of the Equity Shareholders (excluding Promoters and Promoter Group) of Pitti Engineering Limited held on Friday, March 22, 2024 at 5:00 PM, in terms of applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and SEBI Master Circular No. SEBI/HO/CFD/DIL1/CIR/P/2021/ 0000000665 dated November 23, 2021 and SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 including its amendments issued by the Securities and Exchange Board of India (collectively referred to as "SEBI Listing Regulations") ("Tribunal Convened Equity Shareholders Meeting" or "Meeting"). The deemed venue for the Meeting was the Registered Office of the Company.

I do hereby report and submit as under:

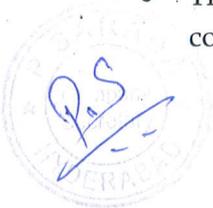
- The Company had appointed National Securities Depository Limited ("NSDL") as the agency for providing Remote e-voting and Evoting at the Meeting and other facilities for the Meeting.



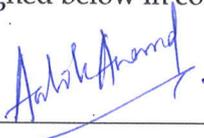
- The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules framed thereunder and SEBI Listing Regulations relating to voting through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) on the resolution contained in the notice sent to the shareholders of the Company dated February 16, 2024 ("Notice").
- My responsibility as a Scrutinizer for e-voting process is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution contained in the Notice, based on the reports generated from the e-voting system provided by NSDL (being an Agency authorized under the Act and the Rules made thereunder engaged by the Company to provide e-voting facility) and attendant papers/ documents furnished to me electronically by the Company and/ or NSDL for my verification .
- The Cut-off Date for the purpose of determining the Equity Shareholders entitled to vote through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) was March 15, 2024. The Equity Shareholders who were holding shares of the Company, as on the Cut-off Date, were entitled to vote on the resolution set out in the Notice dated February 16, 2024, of the meeting of the Equity Shareholders of the Company through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).
- The Company had completed the dispatch of Notice of meeting of Equity Shareholders dated February 16, 2024 to those Equity Shareholders whose name appeared in the Register of Members / List of Beneficiaries as received from NSDL and CDSL, as on February 9, 2024 vide e-mail on February 16, 2024 (to such Equity Shareholders whose e-mail id was registered with the Company) and by way of courier on February 19, 2024 (to such Equity Shareholders whose e-mail id was not registered with the Company or whose emails were bounced). The voting rights of Equity Shareholders shall be in proportion to their shares of the paid-up share capital of the Company as on the Cut-off Date i.e., one share held is equal to one vote.
- The Company has provided facility to the Equity Shareholders to exercise their right to vote on the resolution contained in the Notice calling the Meeting using an electronic voting system (i) Remote e-voting before the meeting ("Remote e-voting") and (ii) e-voting at the Meeting ("e-voting at the Meeting")
- An advertisement was published in English in "Business Standard" newspaper and translation thereof in Telugu in "Nava Telangana" newspaper on February 20, 2024, in pursuance to Rule 20 and 22 of the Companies (Management and Administration) Rules, 2015 informing the Equity Shareholders about the convening of the meeting of the Equity Shareholders for considering and approving the Scheme.

E-voting:

- The Remote e-voting commenced on Monday, March 18, 2024, from 9:00 A.M. (IST) and concluded on Thursday, March 21, 2024, at 5:00 P.M. (IST).



- The Remote e-voting module was disabled by NSDL for voting on Thursday, March 21, 2024, after 5:00 P.M. (IST).
- The Evoting facility at the meeting was made available by NSDL during the Meeting and upto 15 minutes after the conclusion of the Meeting.
- The votes cast under Remote e-voting and Evoting at the Meeting were thereafter unblocked on, March 22, 2024, after the conclusion of the Evoting in presence of two witnesses (Aalok Anand and Mohit Bang) who were not in employment of the Company/ NSDL. They have signed below in confirmation of the same.

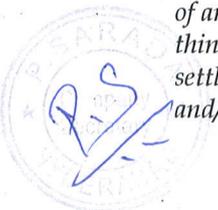




- Thereafter, I have scrutinized and reviewed the remote e-voting / evoting at the meeting and votes tendered therein based on the data downloaded from the NSDL e-voting system. The downloaded data was reconciled with the records maintained by the Company's Registrar and Transfer Agents and the authorizations lodged with the Company/ Scrutinizer.
- The resolution as set out in the Notice of the Meeting of Equity Shareholders is reproduced below:

"RESOLVED THAT pursuant to the provisions of Sections 230-232 of the Companies Act, 2013, read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 (***"Arrangement Rules"***) and other applicable rules and regulations made thereunder (including any statutory modification or re-enactment thereof) as may be applicable, and subject to the enabling provisions of the Memorandum and Articles of Association of the Company, and subject to requisite approval of jurisdictional National Company Law Tribunal, , Bench at Hyderabad (***"NCLT"/"Tribunal"***), and subject to applicable provisions of the Securities and Exchange Board of India (***"SEBI"***) Act, 1992 read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (***"SEBI Listing Regulations"***), Master Circular No. SEBI/ HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021 and SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 including its amendments issued by the Securities and Exchange Board of India (referred to as ***"SEBI Circular"***) and subject to such other approvals and permissions and sanctions from other regulatory or government bodies / tribunals or institutions as may be applicable, and subject to such conditions and modifications as may be prescribed or imposed by the Tribunal or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (***"hereinafter referred to as "Board"***, which term shall be deemed to mean and include one or more Committee(s) constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution'), and subject to the approval of the Unsecured Creditors, the amalgamation embodied in the Scheme of Amalgamation amongst Pitti Castings Private Limited (***"PCPL"*** or ***"Amalgamating Company 1"***) and Pitti Rail and Engineering Components Limited (***"PRECL"*** or ***"Amalgamating Company 2"***) and Pitti Engineering Limited (***"PEL"*** or ***"Amalgamated Company"*** or the ***"Company"***), and their respective Shareholders and Creditors (***"Scheme"***) placed before this Meeting be and is hereby approved by the Equity Shareholders of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution and for removal of any difficulties or doubts, the Board, be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem desirable, necessary, expedient, usual or proper, and to settle any questions or difficulties or doubts that may arise, including passing of such accounting entries and/or making such adjustments in the books of accounts, transfer/vesting of such assets and liabilities as



considered necessary to give effect to the above resolution, settling of any questions or difficulties arising under the Scheme or in regard to and of the meaning or interpretation of the Scheme or implementation there of or in any matter whatsoever connected therewith, or to review the position relating to the satisfaction of various conditions of the Scheme and if necessary, to waive any of those, and to make modifications, amendments, revisions, edits and all other actions as may be required to finalise the Scheme and do all acts, deeds and things as may be necessary, desirable or expedient for carrying the Scheme into effect or to carry out such modifications/directions as may be required and/or imposed and/or permitted by the NCLT while sanctioning the Scheme, or by any governmental authorities, to do and perform and to authorize the performance of all such acts and deeds which are necessary or advisable for the implementation of the Scheme and upon the sanction of the Scheme by, amongst others, the NCLT and/or SEBI and/or any other regulatory/Government authorities, to implement and to make the Scheme effective, without any further approval of the Board or to approve withdrawal (and where applicable, re-filing) of the Scheme at any stage for any reason including in case any changes and/or modifications are suggested/required to be made in the Scheme or any condition suggested, required or imposed, whether by any shareholder and/or creditor of the Company, the SEBI, the NCLT, and/or any other authority, are in its view not acceptable to the Company, and/or if the Scheme cannot be implemented otherwise, and to do all such acts, deeds and things as it may deem necessary and desirable in connection therewith and incidental thereto, to approve and authorize execution of any agreements, deeds, documents, declarations, affidavits, writings, etc. (including any alterations or modifications in the documents executed or to be executed), whether or not under the Common Seal of the Company, as may be required from time to time in connection with the Scheme."

- The consolidated result of voting through Remote e-voting and e-voting at Meeting seeking the approval of the Equity Shareholders (excluding Promoters and Promoter Group) of the Company is as under:

A - VOTES IN FAVOUR OF THE RESOLUTION:

Manner of Voting	Number of Equity Shareholders voted	Number of votes casted/Valid Votes	% of total number of votes cast
Remote e-voting	89	8,60,499	99.960%
e-voting at the Meeting	8	342	0.040%
Total	97	8,60,841	100.000%

B - VOTES AGAINST THE RESOLUTION:

Manner of Voting	Number of Equity Shareholders voted	Number of votes casted/Valid Votes	% of total number of votes cast
Remote e-voting	Nil	Nil	Nil
e-voting at the Meeting	Nil	Nil	Nil
Total	Nil	Nil	Nil



C - INVALID VOTES:

Manner of Voting	Number of Equity Shareholders whose votes were declared invalid	Number of votes cast by them
Remote e-voting	Nil	Nil
e-voting at the Meeting	Nil	Nil
Total	Nil	Nil

- All registers, relevant records and other incidental papers related to remote e-voting prior to as well as during the Meeting were handed over to the Company Secretary & Compliance Officer of the Company for safe keeping.
- The resolution was passed with requisite majority in terms SEBI Listing Regulations, as the majority of votes cast by the Public Shareholders are in favour of the Scheme.

Thanking You,
Yours faithfully

P. Sarada



P. Sarada
PUTCHA SARADA
PRACTISING COMPANY SECRETARY
M. No. : 21717
C. P. No. : 8735

Ms. Putcha Sarada, PCS
Member No.: 21717

(Scrutinizer for the meeting, appointed by Hon'ble NCLT)

Place: Hyderabad

Date: March 22, 2024

Witness (1):

Abish Ahmad

Witness (2)

M. B. S.

Countersigned by



G. Ramanjaneyulu
Mr Gandluri Ramanjaneyulu, Advocate
Chairperson appointed for the NCLT
convened meeting of Equity Shareholders

Place: Hyderabad

Date: March 22, 2024

Voting Results of the Meeting

Name of the Company	Pitti Engineering Limited
Date of the Meeting	22 March 2024
Cut-off Date	15 March 2024
Total number of shareholders as on cut off date	43729
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	
Public	Not Applicable
No of shareholders attended the meeting through Video Conferencing	Meeting was held through VC/ OAVM
Promoters and Promoter Group	
Public	3
No. of Resolution considered in the Meeting	48
	1

Resolution	Approval of Scheme of Amalgamation amongst Pitti Castings Private Limited ("PCPL") and Pitti Rail and Engineering Components Limited ("PRECL") and Pitti Engineering Limited ("PEL") and their respective Shareholders and Creditors under Sections 230 to 232 of the Companies Act, 2013 and the rules framed thereunder ("the Scheme")
Resolution required: (Ordinary / Special)	Special
Whether promoter / promoter group are interested in the agenda / resolution	Yes

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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	19001227	19001227	100.00	19001227	0	100.00	0.00
	Poll							
	Postal ballot							
	Total	19001227	19001227	100.00	19001227	0	100.00	0.00
Public-Institutions	E-Voting	2042186	616569	30.19	616569	0	100.00	0.00
	Poll							
	Postal ballot							
	Total	2042186	616569	30.19	616569	0	100.00	0.00
Public-Non Institutions	E-Voting	11006654	244272	2.22	244272	0	100.00	0.00
	Poll							
	Postal ballot							
	Total	11006654	244272	2.22	244272	0	100.00	0.00
TOTAL	Total	32050067	19862068	61.97	19862068	0	100.00	0.00
Whether resolution is pass or not								Yes

Details of Invalid Votes

Category	No. of votes
Promoter and Promoter Group	
Public-Institutions	0
Public-Non Institutions	0
Total	0



For Pitti Engineering Limited

Mary Monica Braganza
Mary Monica Braganza
 Company Secretary & Compliance Officer
 FCS 5532

Voting Results of Pitti Engineering Limited - Public Shareholders

Resolution	Approval of Scheme of Amalgamation amongst Pitti Castings Private Limited ("PCPL") and Pitti Rail and Engineering Components Limited ("PRECL") and Pitti Engineering Limited ("PEL") and their respective Shareholders and Creditors under Sections 230 to 232 of the Companies Act, 2013 and the rules framed thereunder ("the Scheme")
Resolution required: (Ordinary / Special)	Special
Whether promoter / promoter group are interested in the agenda / resolution	Yes

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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	19001227	-	-	-	-	-	-
	Poll							
	Postal ballot							
	Total	19001227	-	-	-	-	-	-
Public-Institutions	E-Voting	2042186	616569	30.19	616569	0	100.00	0.00
	Poll							
	Postal ballot							
	Total	2042186	616569	30.19	616569	0	100.00	0.00
Public-Non Institutions	E-Voting	11006654	244272	2.22	244272	0	100.00	0.00
	Poll							
	Postal ballot	11006654	244272	2.22	244272	0	100.00	0.00
	Total	32050067	860841	2.69	860841	0	100.00	0.00
Whether resolution is pass or not								Yes

Details of Invalid Votes

Category	No. of votes
Promoter and Promoter Group	
Public-Institutions	0
Public-Non Institutions	0
Total	0



For Pitti Engineering Limited

Mary Monica Braganza
Company Secretary & Compliance Officer
FCS 5532