



**HEIL/SE-39/2024-25**

September 16, 2024

To,  
The Manager (Listing),  
**The BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001  
Script Code No. : **543600**

To,  
The Manager (Listing),  
**National Stock Exchange of India Limited**  
"Exchange Plaza", C-1, Block - G,  
Bandra - Kurla Complex, Bandra (E)  
Mumbai – 400 051  
Symbol : **HARSHA**

Dear Sir/Madam,

**Sub : Proceedings of the 14<sup>th</sup> Annual General Meeting of the Company held on Monday, September 16, 2024**

**Ref : Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

With reference to subject matter and pursuant to regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the proceeding of the 14<sup>th</sup> Annual General Meeting of the Company held on September 16, 2024 at 11 a.m. (IST) through Video Conferencing /Other Audio Visual Means (“VC/OAVM”).

The Proceeding of the 14<sup>th</sup> Annual General Meeting is also uploaded on the Company’s website and can be accessed at <https://www.harshaengineers.com/InvestorRelations/> .

You are requested to take the same on your record.

Thanking You,

Yours faithfully,

**FOR HARSHA ENGINEERS INTERNATIONAL LIMITED**

**Kiran Mohanty**  
**Company Secretary and Chief Compliance Officer**  
MEM NO. : F9907

**Encl.: As Above**



**SUMMARY OF THE PROCEEDINGS OF 14<sup>TH</sup> ANNUAL GENERAL MEETING ("AGM") OF HARSHA ENGINEERS INTERNATIONAL LIMITED HELD ON MONDAY, SEPTEMBER 16, 2024 THROUGH VIDEO CONFERENCING / OTHER AUDIO VISUAL MEANS ("VC/OAVM") AT 11.00 A.M AND CONCLUDED ON 11:44 A.M.**

**Directors Present:**

Mr. Rajendra Shah	- Chairman & Whole-time Director
Mr. Harish Rangwala	- Managing Director
Mr. Vishal Rangwala	- CEO & Whole-time Director
Mr. Pilak Shah	- COO & Whole-time Director
Ms. Hetal Naik	- Whole time Director
Mr. Ambar Patel	- Independent Director
Dr. Bhushan Punani	- Independent Director
Mr. Kunal Shah	- Independent Director
Prof. Dr. Neharika Vohra	- Independent Director
Mr. Ramakrishnan Kasinathan	- Independent Director

**In Attendance:**

Mr. Kiran Mohanty	- Company Secretary & Chief Compliance Officer
Mr. Maulik Jasani	- VP Finance & Group CFO
Mr. Chintan Shah	- M/s. Pankaj R. Shah & Associates, Statutory Auditors
Mr. Chirag Shah	- Chirag Shah & Associates, Secretarial Auditor and Scrutinizer during the AGM

**Members Present:**

74 persons have attended AGM through Video Conferencing.

Mr. Rajendra Shah, Chairman, chaired the proceeding of the Meeting.

Mr. Rajendra Shah, Chairman of the Company, occupied the chair and welcomed the members and others Invitees who have attended the 14<sup>th</sup> Annual General Meeting ("AGM"). The Chairman informed that virtual meeting was being conducted through video conference in pursuance of circular of Ministry of Corporate Affairs. He informed that the Company had taken the requisite steps to enable members to participate and vote on the items being considered at the AGM.

He then recorded the attendance of Directors, Auditors, and Other Company Officials who were present at the meeting. He further informed to the Members, any member who wanted to inspect the documents referred in the Notice and the other Statutory Registers are available for inspection in the electronic mode and can inspect by sending the email to the company at sec@harshaengineers.com . The Chairman called the meeting to order since valid quorum was present with a warm welcome to all Members, fellow Directors, Auditors and Company Officials present in the meeting.

Thereafter, Mr. Kiran Mohanty, Company Secretary & Chief Compliance Officer further carried on the proceedings of the AGM.



He referred to the Notice of AGM and with the consent of the members present, the Notice was taken as read.

He informed the Members that the reports of the auditors were clean and unmodified, and did not contain any qualifications, observations, or adverse remarks, same was considered to be read.

The Chairman then delivered his speech.

The Chairman, invited those shareholders who have registered themselves as Speakers at the meeting to ask their queries one by one. The Chairman of the Company respond to the queries asked.

Thereafter, Chairman requested Mr. Kiran Mohanty, Company Secretary to further carry on the proceeding of the AGM.

The Company Secretary, then, read out the following agenda items of businesses as per the Notice of AGM which were transacted:

**Ordinary Business :-**

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on March 31, 2024 together with the reports of Board of Directors and Auditors thereon;
2. To declare a dividend on equity shares Re 1 per equity share of Rs 10 each for the financial year ended March 31, 2024.
3. To appoint a director in place of Mr. Harish Rangwala, who retired by rotation, being eligible for re-appointment and offers himself for the same.
4. To appoint a director in place of Mr. Vishal Rangwala, who retired by rotation, being eligible for re-appointment and offers himself for the same.

**Special Business :-**

5. To ratify remuneration of Cost Auditors of the Company to be paid for the financial year 2024.
6. Re-Appointment of Mr. Rajendra Shah as a Chairman & Whole-Time Director of the Company for the period of five years with effect from December 25, 2024;
7. Re-Appointment of Mr. Harish Rangwala as a Managing Director of the Company for the period of five years with effect from December 25, 2024;
8. Re-Appointment of Mr. Vishal Rangwala as a Chief Executive Officer & Whole-Time Director of the Company for the period of five years with effect from December 25, 2024;
9. Re-Appointment of Mr. Pilak Shah As a Chief Operating Officer & Whole-Time Director of the Company for the period of five years with effect from December 25, 2024;



10. Re-Appointment of Ms. Hetal Naik as a Whole-Time Director of the Company for the period of five years with effect from December 25, 2024;

The Company Secretary informed the members that, in accordance with the provisions of the Companies Act, 2013 and the SEBI Listing Regulations, the company had provided the facility to exercise their right to vote by electronic means, both through remote e-voting and e-voting at the Annual General Meeting. The members voted through remote e voting during Thursday, September 12, 2024 (9 A.M.) to Sunday, September 15, 2024 (5 P.M.). Then Company Secretary briefed about the E-voting process during the meeting. He informed the members that the facility to vote on the resolutions contained in the Notice of the meeting shall remain open upto 15 minutes from the conclusion of the meeting and voting result would be declared upon receipt of scrutinizer's report and posted on the website of the company, stock exchanges & respective agencies.

Mr. Rajendra Shah, Chairman declared the meeting as concluded and thanked all members for attending and participating in the AGM through video conferencing. He informed that voting result would be declared in due course and communicated to the statutory authorities and he wished for safe and health futures.

Thereafter, the Company Secretary administered the voting process for 15 minutes and subsequently concluded the meeting at 11:44 A.M.

**FOR HARSHA ENGINEERS INTERNATIONAL LIMITED**

**Kiran Mohanty**  
**Company Secretary and Chief Compliance Officer**  
MEM NO. : F9907