



ENDURANCE
ENDURANCE TECHNOLOGIES LIMITED

E-92/93, M.I.D.C. Industrial Area, Waluj,
Dist. Aurangabad (M.S.)-431136, India
TEL: +91-240-2569600, 2554902, 2564595
FAX: +91-240-2569703
www.endurancegroup.com
CIN No. : L34102MH1999PLC123296

25th August, 2022

The Manager – Listing,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

The Manager – Listing,
National Stock Exchange of India Ltd.,
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E),
Mumbai – 400 051

Sub.: Summary of proceedings of the Twenty Third Annual General Meeting (“AGM”) of the Company held on 24th August, 2022 and voting results together with Consolidated Report of Scrutiniser on votes cast through remote e-voting and e-voting at the AGM.

Ref.: Regulation 30 (read with Part A of Schedule III) and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

Dear Sir / Madam,

We inform you that the Twenty Third Annual General Meeting (“AGM”) of the Company was held today i.e. 24th August, 2022 at 2.00 p.m. (IST) through Video Conferencing or Other Audio Visual Means (“VC” / “OAVM”). The registered office of the Company situated at E-92, MIDC Industrial Area, Waluj, Aurangabad - 431 136, Maharashtra was the deemed venue of the meeting.

In this regard, we are enclosing the following:


1.	Proceedings of AGM pursuant to Regulation 30 [read with Part A (13) of Schedule III] of the Listing Regulations.	Annexure-I
2.	Voting Results of the AGM pursuant to Regulation 44(3) of the Listing Regulations.	Annexure-II
3.	Consolidated Report of the Scrutiniser, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, dated 24 th August, 2022, on remote e-voting and e-voting at the AGM.	Annexure-III

The above information will be made available on the website of the Company www.endurancegroup.com and the voting results will be made available on the website of Link Intime India Private Limited, Registrar and Transfer Agent, at <https://instavote.linkintime.co.in>. Voting results shall also be displayed at the Registered Office of the Company.

You are requested to take the above information on record.

Thanking you,

Yours faithfully,
For Endurance Technologies Limited


Sunil Lalat
Company Secretary and Executive Vice President – Legal

Encl.: As above.



REGD. OFFICE : E-92, M.I.D.C. INDUSTRIAL AREA, WALUJ, AURANGABAD - 431136 (MAHARASHTRA), INDIA
PHONE NO. : +91-240-2569600, 2554902, FAX: +91-240-2569703
EMAIL : corporate@endurance.co.in

Proceedings of Twenty Third Annual General Meeting held on 24th August, 2022

The Twenty Third Annual General Meeting (“AGM”) of the Members of Endurance Technologies Limited (“Company”) was held through Video Conferencing or Other Audio Visual Means (“VC” / “OAVM”) on Wednesday, 24th August, 2022. The registered office of the Company at E-92, MIDC Industrial Area, Waluj, Aurangabad - 431 136, Maharashtra was the deemed venue of the meeting. The AGM commenced at 2.00 p.m. (IST).

- A. Mr. Soumendra Basu, Chairman of the Board of Directors, presided as Chairman of the meeting.
- B. It was informed that in view of the restrictions due to outbreak of COVID-19 and considering the social distancing norms, the AGM was conducted through VC / OAVM. The meeting had been convened and conducted in accordance with the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.
- C. The Chairman welcomed the Members at the AGM.
- D. After ascertaining that requisite quorum was present, the Chairman called the meeting to order.
- E. Thereafter, the Board members, present from their respective locations, introduced themselves. These included presence of:
- Mr. Indrajit Banerjee, Independent Director and Chairman of the Audit Committee; and
 - Ms. Anjali Seth, Independent Director and Chairperson of the Stakeholders’ Relationship Committee and the Nomination & Remuneration Committee;

amongst other directors on the Board.

The Chairman confirmed the presence of representatives of Statutory Auditors, M/s. S R B C & Co. LLP, Chartered Accountants, Secretarial Auditor, Mr. Sachin Bhagwat, Practicing Company Secretary, and Mrs. Sarika Kulkarni, Practicing Company Secretary, scrutiniser for the meeting.

- F. Thereafter, the Company Secretary and Executive Vice President – Legal informed the procedural and technical aspects for participating in the AGM and e-voting during the AGM.

He informed the Members that the statutory registers and other records of the Company viz. Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts, Memorandum and Articles of Association, and the other documents referred in the Notice of AGM, were available for electronic inspection by the Members.

- G. Considering that the Notice of AGM had been sent to all Members within the statutory period, the same was taken as read.



- H. Since there were no qualifications, observations or comments in the Statutory Auditors' report and in the Secretarial Auditor's report, for the financial year ended 31st March, 2022, the reports were not read in terms of Section 145 of the Companies Act, 2013.
- I. It was also informed that the Company had provided the Members the facility to cast their vote(s) electronically on all the resolutions set forth in the Notice of AGM. Members, who were present at the meeting and had not cast their vote(s) through remote e-voting, and were otherwise not barred from doing so, were eligible to vote through e-voting during the AGM.
- He further informed the Members that Mrs. Sarika Kulkarni, Practicing Company Secretary, was appointed as the Scrutiniser to ensure that the remote e-voting and e-voting at the AGM was conducted in accordance with law and in a fair and transparent manner.
- J. The Members were apprised about the matters recommended in the Notice of AGM for their approval.
- K. Thereafter, Mr. Anurang Jain, Managing Director of the Company gave an overview on the automotive industry scenario, the Company's performance for the year ended 31st March, 2022 as well as for the quarter ended 30th June, 2022.
- L. The Chairman then moved all the resolutions as set out in the Notice of AGM giving brief on each item.
- M. The Chairman requested the Members, who had not opted for remote e-voting, to cast their votes on all resolutions through e-voting at the AGM.
- N. On the invitation of Chairman, a Member who had registered himself as speaker addressed the meeting. He appreciated the Company's performance. He raised queries on the Company's businesses and requested to consider issue of bonus shares. The Managing Director acknowledged and thanked the shareholder for the confidence reposed in the Company and responded to his queries.
- O. The following items of business as set out in the Notice of AGM, were transacted and approved by the Members with requisite majority:

Ordinary Business:

1. (a) Adoption of the audited standalone financial statements of the Company for the financial year ended 31st March, 2022 together with the reports of the Board of Directors and Auditors thereon; and
(b) Adoption of the audited consolidated financial statements of the Company for the financial year ended 31st March, 2022 together with the report of Auditors thereon.
2. Declaration of dividend at the rate of Rs. 6.25 per equity share of face value of Rs. 10 each (62.5%) fully paid up for the financial year ended 31st March, 2022.



Annexure - I



3. Re-appointment of Mr. Satrajit Ray (DIN 00191467) as a Director liable to retire by rotation.
4. Re-appointment of M/s. S R B C & Co. LLP, Chartered Accountants (ICAI Registration No. 324982E/E300003) as Statutory Auditor of the Company for a second term of five consecutive years.

Special Business:

5. Ratification of remuneration of Rs. 450,000 (Rupees Four Hundred Fifty Thousand only) payable to Mr. Jayant B. Galande, Cost Auditor for audit of cost records for the FY 2022-23.
- P. The Chairman authorised the Company Secretary and Executive Vice President – Legal to accept, acknowledge and countersign the scrutiniser's report and declare the consolidated results of remote e-voting and e-voting conducted at the AGM.
- Q. The Chairman, thereafter, thanked all the Members for their participation.

The meeting concluded at 2.48 p.m. (IST) with vote of thanks to the Chair.



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Annexure – II

Resolution Required: Ordinary			1. To receive, consider and adopt: (a) the audited financial statements of the Company for the financial year ended 31 st March, 2022, together with the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statements of the Company for the financial year ended 31 st March, 2022, together with the report of Auditors thereon.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
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	10,54,97,136	10,54,97,136	100	10,54,97,136	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		10,54,97,136	100	10,54,97,136	0	100	0
Public Institutions	E-Voting	3,25,26,089	2,78,99,697	85.7764	2,78,99,697	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		2,78,99,697	85.7764	2,78,99,697	0	100	0
Public Non-Institutions	E-Voting	26,39,623	4,450	0.1686	4,420	30	99.3258	0.6742
	Poll		1,194	0.0452	1,194	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		5,644	0.2138	5,614	30	99.4685	0.5315
Total		14,06,62,848	13,34,02,477	94.8385	13,34,02,447	30	100	0



Annexure – II

Resolution Required: Ordinary			2. To declare dividend on 140,662,848 equity shares of the Company at the rate of Rs. 6.25 per equity share of face value Rs. 10 each (62.5%) fully paid up, for the financial year ended 31 st March, 2022.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
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	10,54,97,136	10,54,97,136	100	10,54,97,136	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		10,54,97,136	100.0000	10,54,97,136	0	100	0
Public Institutions	E-Voting	3,25,26,089	2,78,99,697	85.7764	2,78,99,697	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		2,78,99,697	85.7764	2,78,99,697	0	100.0000	0
Public Non-Institutions	E-Voting	26,39,623	4,450	0.1686	4,449	1	99.9775	0.0225
	Poll		1,194	0.0452	1,194	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		5,644	0.2138	5,643	1	99.9823	0.0177
Total		14,06,62,848	13,34,02,477	94.8385	13,34,02,476	1	100	0



Annexure - II

Resolution Required: Ordinary			3. To appoint a director in place of Mr. Satrajit Ray (DIN 00191467), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
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	10,54,97,136	10,54,97,136	100	10,54,97,136	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		10,54,97,136	100	10,54,97,136	0	100	0
Public Institutions	E-Voting	3,25,26,089	2,78,99,697	85.7764	2,61,71,256	17,28,441	93.8048	6.1952
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		2,78,99,697	85.7764	2,61,71,256	17,28,441	93.8048	6.1952
Public Non-Institutions	E-Voting	26,39,623	4,450	0.1686	4,420	30	99.3258	0.6742
	Poll		1,194	0.0452	1,194	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		5,644	0.2138	5,614	30	99.4685	0.5315
Total		14,06,62,848	13,34,02,477	94.8385	13,16,74,006	17,28,471	98.7043	1.2957

Annexure – II

Resolution Required: Ordinary			4. Re-appointment of M/s. S R B C & Co. LLP, Chartered Accountants, having ICAI Registration No. 324982E/E300003 as Statutory Auditors of the Company for a second term of five consecutive years.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
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]=$\frac{[2]}{[1]} \times 100$	[4]	[5]	[6]=$\frac{[4]}{[2]} \times 100$	[7]=$\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	10,54,97,136	10,54,97,136	100	10,54,97,136	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		10,54,97,136	100	10,54,97,136	0	100	0
Public Institutions	E-Voting	3,25,26,089	2,78,99,697	85.7764	2,78,99,697	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		2,78,99,697	85.7764	2,78,99,697	0	100	0
Public Non-Institutions	E-Voting	26,39,623	4,450	0.1686	4,420	30	99.3258	0.6742
	Poll		1,194	0.0452	1,194	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		5,644	0.2138	5,614	30	99.4685	0.5315
Total		14,06,62,848	13,34,02,477	94.8385	13,34,02,447	30	100.0000	0



Annexure – II

Resolution Required: Ordinary			5. Ratification of remuneration to Cost Auditor.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
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	10,54,97,136	10,54,97,136	100	10,54,97,136	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		10,54,97,136	100	10,54,97,136	0	100	0
Public Institutions	E-Voting	3,25,26,089	2,78,99,697	85.7764	2,77,32,510	1,67,187	99.4008	0.5992
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		2,78,99,697	85.7764	2,77,32,510	1,67,187	99.4008	0.5992
Public Non-Institutions	E-Voting	26,39,623	4,450	0.1686	4,391	59	98.6742	1.3258
	Poll		1,193	0.0452	1,193	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		5,643	0.2138	5,584	59	98.9545	1.0455
Total		14,06,62,848	13,34,02,476	94.8385	13,32,35,230	1,67,246	99.8746	0.1254



SARIKA KULKARNI & ASSOCIATES

COMPANY SECRETARIES

FCS NO. 8478 | CERTIFIED CSR PROFESSIONAL | CERTIFIED FEMA CONSULTANT | PEER REVIEW CERTIFICATE NO. 1370/2021

Scrutinizer's Report – Combined

To,

The Chairman of Twenty-Third Annual General Meeting

of the Equity Shareholders of Endurance Technologies Limited

held on Wednesday, 24th August 2022 at 2.00 p.m. through Video Conferencing (“VC”)

Dear Sir,

1. We, Sarika Kulkarni & Associates, Company Secretaries, were appointed as the Scrutinizer by the Board of Directors of Endurance Technologies Limited (“the Company”) for the purpose of:

(a) Scrutinizing the remote 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 (“the Rules”) for all the resolutions contained in the notice of the Annual General Meeting (“AGM”);

And

(b) Scrutinizing the e-voting process conducted at the AGM for all the resolutions contained in the notice of the AGM.

2. As required, we submit herewith a **combined report** on the results of remote e-voting together with that of e-voting at the AGM as under: -



SARIKA KULKARNI & ASSOCIATES

COMPANY SECRETARIES

FCS NO. 8478 | CERTIFIED CSR PROFESSIONAL | CERTIFIED FEMA CONSULTANT | PEER REVIEW CERTIFICATE NO. 1370/2021

ORDINARY BUSINESS

Item No. 1 – Ordinary Resolution

- (a) To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March 2022, together with the reports of the Board of Directors and Auditors thereon and
- (b) To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended 31st March 2022, together with the report of the Auditors thereon.

	Number of ballots	Number of e-votes	Percentage of total e-votes	Result
Votes in favour of the resolution	281	13,34,02,447	99.999	Passed with requisite majority
Votes against the resolution	1	30	Negligible	
Total	282	13,34,02,477	100.00	

Abstained e-votes

Number of ballots	Number of e-vote(s)
0	0

Item No. 2 – Ordinary Resolution

To declare dividend on 140,662,848 equity shares of the Company at the rate of Rs. 6.25 per equity share of face value Rs. 10 each (62.5%) fully paid up for the financial year ended 31st March 2022.



SARIKA KULKARNI & ASSOCIATES

COMPANY SECRETARIES

FCS NO. 8478 | CERTIFIED CSR PROFESSIONAL | CERTIFIED FEMA CONSULTANT | PEER REVIEW CERTIFICATE NO. 1370/2021

	Number of ballots	Number of e-votes	Percentage of total e-votes	Result
Votes in favour of the resolution	281	13,34,02,476	99.999	Passed with requisite majority
Votes against the resolution	1	1	Negligible	
Total	282	13,34,02,477	100.00	

Abstained e- votes

Number of ballots	Number of e-vote(s)
0	0

Item No. 3 – Ordinary Resolution

To appoint a director in place of Mr. Satrajit Ray (DIN 00191467), who retires by rotation, in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment.

	Number of ballots	Number of e-votes	Percentage of total e-votes	Result
Votes in favour of the resolution	243	13,16,74,006	98.704	Passed with requisite majority
Votes against the resolution	42	17,28,471	1.296	
Total	285	13,34,02,477	100	

Abstained e- votes

Number of ballots	Number of e-vote(s)
0	0



SARIKA KULKARNI & ASSOCIATES

COMPANY SECRETARIES

FCS NO. 8478 | CERTIFIED CSR PROFESSIONAL | CERTIFIED FEMA CONSULTANT | PEER REVIEW CERTIFICATE NO. 1370/2021

Item No. 4 – Ordinary Resolution

To consider the re-appointment of M/s. S R B C & Co. LLP (“SRBC”), Chartered Accountants, having ICAI Registration No. 324982E/E300003 as the Statutory Auditors of the Company for a second term of five consecutive years.

	Number of ballots	Number of e-votes	Percentage of total e-votes	Result
Votes in favour of the resolution	281	13,34,02,447	99.999	Passed with requisite majority
Votes against the resolution	1	30	Negligible	
Total	282	13,34,02,477	100.00	

Abstained e- votes

Number of ballots	Number of e-vote(s)
0	0

SPECIAL BUSINESS:

Item No. 5 – Ordinary Resolution

To ratify the remuneration payable to Mr. Jayant B. Galande, Cost Accountant (Registration No. M-5255), appointed as the Cost Auditor of the Company for the Financial Year ending 31st March 2023.



SARIKA KULKARNI & ASSOCIATES

COMPANY SECRETARIES

FCS NO. 8478 | CERTIFIED CSR PROFESSIONAL | CERTIFIED FEMA CONSULTANT | PEER REVIEW CERTIFICATE NO. 1370/2021

	Number of ballots	Number of e-votes	Percentage of total e-votes	Result
Votes in favour of the resolution	277	13,32,35,230	99.874	Passed with requisite majority
Votes against the resolution	4	1,67,246	0.125	
Total	281	1,33,402,476	100	

Abstained e-votes

Number of ballots	Number of e-vote(s)
1	1

There were no invalid votes cast in the Remote E-voting and e-voting at the AGM on the above Resolutions No. 1 to 5.

Thanking You,
Yours faithfully,

For Sarika Kulkarni & Associates
Company Secretaries

CS Sarika Kulkarni
Practicing Company Secretary
Membership No: F-8478
CP No.: 9045
UDIN: F008478D000841926

Place: Pune
Date: 24th August 2022

Countersigned by:
For Endurance Technologies Limited

Sunil Lalai
Company Secretary & Executive Vice
President – Legal
M. No.: A-8078

Place: Aurangabad
Date: 24th August 2022