



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

8th August, 2019

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 - 400051

BSE Code: 540153

NSE Code: ENDURANCE

Sub: Summary of proceedings of the 20th Annual General Meeting ("AGM") of the Company held on 8th August, 2019 and voting results together with Consolidated Report of Scrutiniser on voting through remote e-voting & ballot paper.

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

We inform you that the AGM of the Members of the Company was held today i.e. 8th August, 2019 at 2.30 p.m. at Tango Hall at Vivanta by Taj, 8-N- 12, CIDCO, Dr. Rafiq Zakaria Marg, Rauza Bagh, Aurangabad - 431003, Maharashtra.

In this regard, please find enclosed 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 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 & 21 of the Companies (Management and Administration) Rules, 2014, dated 8 th August, 2019, on remote e-voting and voting through ballot paper at the AGM.	Annexure-III

The above information will be made available on the Company website www.endurancegroup.com and the voting results will be made available on the website of Link Intime India Pvt. Ltd. at <https://instavote.linkintime.co.in>.

You are requested to kindly take note of the same.

Thanking you,

Yours faithfully,
For Endurance Technologies Limited


Sunil Lalai

Company Secretary and Executive Vice President – Legal

Encl: As above.





Proceedings of Twentieth Annual General Meeting held on 8th August, 2019

The Twentieth Annual General Meeting ("AGM") of the Members of Endurance Technologies Limited was held on Thursday, 8th August, 2019, at Tango Hall at Vivanta by Taj, 8-N-12, CIDCO, Dr. Rafiq Zakaria Marg, Rauza Bagh, Aurangabad - 431003, Maharashtra. The AGM commenced at 2.30 p.m.

- A. Mr. Naresh Chandra presided as Chairman of the meeting.
- B. The Chairman welcomed the Members at the AGM.
- C. After ascertaining that requisite quorum was present, the Chairman called the meeting to order.
- D. The Chairman then introduced the Board members on the dais and confirmed the presence of:
 - Mr. Partho Datta, Independent Director and Chairman of the Audit Committee;
 - Mr. Soumendra Basu, Independent Director and Chairman of the Nomination and Remuneration Committee;
 - Ms. Anjali Seth, Independent Director and Chairperson of the Stakeholders' Relationship Committee; and
 - Mr. Anurang Jain, Managing Director and also the Chairman of the Risk Management Committee and the Corporate Social Responsibility Committee.

amongst other directors on the Board.

He informed that Mr. Roberto Testore, Non-Executive Independent Director has sought leave of absence owing to certain personal exigency.

The Chairman confirmed the presence of representatives of Company's statutory auditors M/s. S R B C & Co. LLP, Chartered Accountants and Secretarial Auditor, Mr. Sachin Bhagwat, Practicing Company Secretary.

He further informed the Members that Mr. Bhagwat was also the Scrutiniser to ensure that the voting process at the AGM was conducted in accordance with law and in a fair and transparent manner.

- E. Thereafter, the Chairman informed the Members that the statutory registers and other records viz. Register of Directors & Key Managerial Personnel, Register of Contracts, Register of Proxies, Notice of AGM and other documents referred therein are available for inspection, during the meeting.
- F. Considering that the Notice of AGM had been sent to all Members within the statutory period, the same was taken as read with the consensus of Members present.
- G. Since there were no qualifications, observations or comments in the Statutory Auditors' report and in the Secretarial Auditor's report, the reports were not read in terms of Section 145 of the Companies Act, 2013 ("Act").





- H. Thereafter, the Chairman 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) electronically, could cast their votes at the end of the meeting through ballot paper.
- I. The Chairman then requested Mr. Anurang Jain, Managing Director of the Company to give an overview on the Company's performance.
- J. Mr. Anurang Jain, Managing Director gave an overview on the Company's domestic and overseas operations, financial performance and achievements of the Company during the FY 2018-19.
- K. The Chairman then moved all the resolutions as set out in the Notice of AGM giving brief on each item.
- No queries were raised by the Members or any matter forming part of the Notice of AGM.
- L. Thereafter, the Chairman thanked all the Members for their participation at the AGM.
- M. The Chairman requested the Members, who had not opted for remote e-voting, to cast their votes on all resolutions through ballot paper.
- N. 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 financial statements of the Company for the financial year ended 31st March, 2019 together with the reports of the Board of Directors and Auditors' thereon.
- (b) Adoption of the audited consolidated financial statements of the Company for the financial year ended 31st March, 2019 together with the report of Auditors' thereon.
2. Declaration of dividend of Rs. 5.50 ps. per equity share having face value of Rs. 10/- each (55%) for the financial year ended 31st March, 2019.
3. Re-appointment of Mr. Massimo Venuti (DIN: 06889772) as a Director liable to retire by rotation.

Special Business:

4. Re-appointment of Mr. Ramesh Gehaney (DIN: 02697676) as an Executive Director, designated as Director and Chief Operating Officer.
5. Re-appointment of Mr. Satrajit Ray (DIN: 00191467) as an Executive Director, designated as Director and Group Chief Financial Officer.
6. Ratification of remuneration payable to Cost Auditor for audit of cost records for the FY 2019-20.

The meeting concluded at 3.00 p.m. with vote of thanks to the Chair.



Annexure - II

Resolution Required : (Ordinary)			1 (a) To receive, consider and adopt Audited Financial Statements of the Company for the financial year ended 31st March, 2019, together with the reports of the Board of Directors and Auditors thereon; and					
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]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$
Promoter and Promoter Group	E-Voting	10,54,97,136	10,54,97,136	100.00	10,54,97,136	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		10,54,97,136	100.00	10,54,97,136	-	100.00	-
Public Institutions	E-Voting	3,09,72,438	2,11,98,686	68.44	2,11,98,686	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		2,11,98,686	68.44	2,11,98,686	-	100.00	-
Public Non Institutions	E-Voting	41,93,274	15,96,161	38.06	15,96,161	-	100.00	-
	Poll		681	0.02	681	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		15,96,842	38.08	15,96,842	-	100.00	-
Total		14,06,62,848	12,82,92,664	91.21	12,82,92,664	-	100.00	-



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Annexure - II

Resolution Required : (Ordinary)			1(b). To receive, consider and adopt Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2019 together with the report of the 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]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$
Promoter and Promoter Group	E-Voting	10,54,97,136	10,54,97,136	100.00	10,54,97,136	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		10,54,97,136	100.00	10,54,97,136	-	100.00	-
Public Institutions	E-Voting	3,09,72,438	2,12,04,886	68.46	2,12,04,886	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		2,12,04,886	68.46	2,12,04,886	-	100.00	-
Public Non Institutions	E-Voting	41,93,274	15,96,161	38.06	15,96,161	-	100.00	-
	Poll		681	0.02	681	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		15,96,842	38.08	15,96,842	-	100.00	-
Total		14,06,62,848	12,82,98,864	91.21	12,82,98,864	-	100.00	-

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Annexure - II

Resolution Required : (Ordinary)			2. To declare dividend on 140,662,848 equity shares at the rate of Rs. 5.50 per equity share of face value Rs. 10 each fully paid up for the financial year ended 31st March, 2019.					
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]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$
Promoter and Promoter Group	E-Voting	10,54,97,136	10,54,97,136	100.00	10,54,97,136	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		10,54,97,136	100.00	10,54,97,136	-	100.00	-
Public Institutions	E-Voting	3,09,72,438	2,12,04,886	68.46	2,12,04,886	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		2,12,04,886	68.46	2,12,04,886	-	100.00	-
Public Non Institutions	E-Voting	41,93,274	16,01,161	38.18	16,01,161	-	100.00	-
	Poll		681	0.02	681	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		16,01,842	38.20	16,01,842	-	100.00	-
Total		14,06,62,848	12,83,03,864	91.21	12,83,03,864	-	100.00	-



Annexure - II

Resolution Required : (Ordinary)			3.To appoint a director in place of Mr. Massimo Venuti (DIN: 06889772), 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]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$
Promoter and Promoter Group	E-Voting	10,54,97,136	10,54,97,136	100.00	10,54,97,136	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		10,54,97,136	100.00	10,54,97,136	-	100.00	-
Public Institutions	E-Voting	3,09,72,438	2,12,04,886	68.46	2,11,73,959	30,927	99.85	0.15
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		2,12,04,886	68.46	2,11,73,959	30,927	99.85	0.15
Public Non Institutions	E-Voting	41,93,274	16,01,161	38.18	16,01,161	-	100.00	-
	Poll		681	0.02	681	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		16,01,842	38.20	16,01,842	-	100.00	-
Total		14,06,62,848	12,83,03,864	91.21	12,82,72,937	30,927	99.98	0.02

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Resolution Required : (Ordinary)			4. Re-appointment of Mr. Ramesh Gehaney (DIN: 02697676) as an Executive Director.					
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]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$
Promoter and Promoter Group	E-Voting	10,54,97,136	10,54,97,136	100.00	10,54,97,136	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		10,54,97,136	100.00	10,54,97,136	-	100.00	-
Public Institutions	E-Voting	3,09,72,438	2,12,04,886	68.46	2,12,04,886	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		2,12,04,886	68.46	2,12,04,886	-	100.00	-
Public Non Institutions	E-Voting	41,93,274	16,01,161	38.18	16,01,161	-	100.00	-
	Poll		681	0.02	681	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		16,01,842	38.20	16,01,842	-	100.00	-
Total		14,06,62,848	12,83,03,864	91.21	12,83,03,864	-	100.00	-



Annexure - II

Resolution Required : (Ordinary)			5. Re-appointment of Mr. Satrajit Ray (DIN: 00191467) as an Executive Director.					
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	100.00	10,54,97,136	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		10,54,97,136	100.00	10,54,97,136	-	100.00	-
Public Institutions	E-Voting	3,09,72,438	2,12,04,886	68.46	2,10,65,138	1,39,748	99.34	0.66
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		2,12,04,886	68.46	2,10,65,138	1,39,748	99.34	0.66
Public Non Institutions	E-Voting	41,93,274	16,01,161	38.18	16,01,161	-	100.00	-
	Poll		681	0.02	681	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		16,01,842	38.20	16,01,842	-	100.00	-
Total		14,06,62,848	12,83,03,864	91.21	12,81,64,116	1,39,748	99.89	0.11



Annexure - II

Resolution Required : (Ordinary)			6. Ratification of remuneration payable 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]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$
Promoter and Promoter Group	E-Voting	10,54,97,136	10,54,97,136	100.00	10,54,97,136	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		10,54,97,136	100.00	10,54,97,136	-	100.00	-
Public Institutions	E-Voting	3,09,72,438	2,12,04,886	68.46	2,12,04,886	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		2,12,04,886	68.46	2,12,04,886	-	100.00	-
Public Non Institutions	E-Voting	41,93,274	16,01,161	38.18	16,01,161	-	100.00	-
	Poll		681	0.02	681	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		16,01,842	38.20	16,01,842	-	100.00	-
Total		14,06,62,848	12,83,03,864	91.21	12,83,03,864	-	100.00	-

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HP

Scrutinizer's Report - Combined

To,
The Chairman of Twentieth Annual General Meeting
of the Equity Shareholders of **Endurance Technologies Limited**
held on 8th August, 2019
at Vivanta by Taj, 8-N-12, CIDCO, Dr. Rafiq Zakaria Marg, Rauza Bagh,
Aurangabad 431003.

Dear Sir,

1. I, Sachin Bhagwat, Practising Company Secretary was appointed as a 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 ("the 2013 Act") 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 votes cast by Ballot papers at the AGM for all the resolutions contained in the notice of the AGM.

2. As required, I submit herewith my **combined report** on the results of remote e-voting together with that of voting conducted by Ballot papers at the AGM, as under:-

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, 2019, together with the reports of the Board of Directors and Auditors thereon.

	Number of ballots	Number of votes	Percentage of total votes	Result
Votes in favour of the resolution	156	128,292,664	100.00	Passed unanimously
Votes against the resolution	0	0	0.00	
Total	156	128,292,664	100.00	

Abstained votes

Number of ballots	Number of e-vote(s)
2	11,200

Invalid Votes

Number of ballots	Number of votes
8	186

(b) To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended 31st March 2019, along with the report of the Auditors thereon.

	Number of ballots	Number of votes	Percentage of total votes	Result
Votes in favour of the resolution	157	128,298,864	100.00	Passed unanimously
Votes against the resolution	0	0	0.00	
Total	157	128,298,864	100.00	

Abstained votes

Number of ballots	Number of e-vote(s)
1	5000

Invalid Votes

Number of ballots	Number of votes
8	186

Item No. 2 - Ordinary Resolution

To declare dividend on 140,662,848 equity shares at the rate of ₹ 5.50 per equity share of the face value ₹ 10 each fully paid up for the financial year ended 31st March, 2019.

	Number of ballots	Number of votes	Percentage of total votes	Result
Votes in favour of the resolution	158	128,303,864	100.00	Passed unanimously
Votes against the resolution	0	0	0.00	
Total	158	128,303,864	100.00	



Abstained votes

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

Invalid Votes

Number of ballots	Number of votes
8	186

Item No. 3 - Ordinary Resolution

To appoint a director in place of Mr. Massimo Venuti (DIN 06889772), 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 votes	Percentage of total votes	Result
Votes in favour of the resolution	157	128,272,937	99.98	Passed with requisite majority
Votes against the resolution	1	30,927	0.02	
Total	158	128,303,864	100.00	

Abstained votes

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

Invalid Votes

Number of ballots	Number of votes
8	186

SPECIAL BUSINESS**Item No. 4 - Ordinary Resolution**

Re-appointment of Mr. Ramesh Gehaney (DIN: 02697676) as an Executive Director

	Number of ballots	Number of votes	Percentage of total votes	Result
Votes in favour of the resolution	158	128,303,864	100.00	Passed unanimously
Votes against the resolution	0	0	0.00	
Total	158	128,303,864	100.00	



Abstained votes

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

Invalid Votes

Number of ballots	Number of votes
8	186

Item No. 5 - Ordinary Resolution

Re-appointment of Mr. Satrajit Ray (DIN: 00191467) as an Executive Director.

	Number of ballots	Number of votes	Percentage of total votes	Result
Votes in favour of the resolution	154	128,164,116	99.89%	Passed with requisite majority
Votes against the resolution	4	139,748	0.11%	
Total	158	128,303,864	100.00	

Abstained votes

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

Invalid Votes

Number of ballots	Number of votes
8	186

Item No. 6 - Ordinary Resolution

Ratification of remuneration payable to Cost Auditor.

	Number of ballots	Number of votes	Percentage of total votes	Result
Votes in favour of the resolution	158	128,303,864	100.00	Passed unanimously
Votes against the resolution	0	0	0.00	
Total	158	128,303,864	100.00	



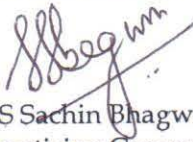
Abstained votes

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

Invalid Votes

Number of ballots	Number of votes
8	186

Thanking You,
Yours faithfully,



CS Sachin Bhagwat
Practicing Company Secretary
Membership No: ACS 10189
CP No.: 6029



Countersigned by :
For Endurance Technologies Limited



Sunil Lalai
Company Secretary and Executive Vice
President - Legal
Membership No: ACS 8078



Place: Aurangabad
Date: August 8, 2019