



Vaghani Techno-Build Limited

CORPORATE IDENTITY NUMBER : L74999MH1994PLC187866

Registered Office: 903, Krushal Commercial Tower, Ghatkopar-Mahul Road, Chembur (West), Mumbai 400 089.

Landline No.: +91 22 3100 8500 • E-mail: investor@vaghanitechnobuild.com • Website: www.vaghanitechnobuild.com

Date: 20.02.2025

To,
Bombay Stock Exchange Limited,
The Corporate Relationship Department,
14th Floor, New Trading Ring,
Rotunda Building, Phiroze Jeejeebhoy Tower,
Dalal Street Fort, Mumbai - 400 001

Sub: Scrutinizer's Report along with Voting Results for 1st Extra-ordinary General Meeting of the f.y. 2024-25

Ref.: Scrip Code - 531676

Dear Sir/Madam,

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Voting Result of 1st Extra-ordinary General Meeting of the f.y. 2024-25 held on Tuesday, 18th February, 2025 through VC/OAVM of the Company is enclosed herewith as **Annexure I** along with Consolidated Scrutinizer's Report dated 20th February, 2025, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 is enclosed herewith as **Annexure II**.

The e-voting Results and Scrutinizer's Report are also being hosted on the website of the Company i.e., www.vaghanitechnobuild.com

Kindly take the same on record.

Thanking you,

Yours Faithfully,

FOR, VAGHANI TECHNO - BUILD LIMITED

PARTH TULSIBHAI PATEL
Director and CFO
DIN: 07289967

Encl: As above



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Annexure I

VOTING RESULTS

Date of the EGM	18-02-2025
Record Date	11-02-2025
Total number of shareholders on record date	1247
No. of shareholders present in the meeting either in person or through proxy:	0
a) Promoters and Promoter Group:	0
b) Public:	0
No. of Shareholders attended the meeting through Video Conferencing	29
a) Promoters and Promoter Group:	4
b) Public:	25

RESOLUTION NO. 1								
Resolution required: (Ordinary/ Special)	Special - APPOINTMENT OF MR. RAJESHKUMAR MUKUNDKUMAR PANDYA (DIN: 10896106) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY							
Whether promoter/ promoter group are interested in the agenda/ resolution ?	NO							
Category	Mode of Voting	No. of shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/ (1)]*100	No. of Votes - in favour (4)	No of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*1 00
Promoter and Promoter Group	E-voting	3855975	3855975	100.00	3855975	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		3855975	3855975	100.00	3855975	0	100.00
Public-Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0.00	0	0.00
Public-Non Institutions	E-voting	1364025	493641	36.1900	493634	7	99.9986	0.0014
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1364025	493641	36.1900	493634	7	99.9986
TOTAL		5220000	4349616	83.3260	4349609	7	99.9998	0.0002

RESOLUTION NO. 2								
Resolution required: (Ordinary/ Special)	Special - APPOINTMENT OF MR. ASHOKKUMAR DASHRATHBHAI PATEL (DIN: 10896139) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY							
Whether promoter/ promoter group are interested in the agenda/ resolution ?	No							
Category	Mode of Voting	No. of shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/ (1)]*100	No. of Votes - in favour (4)	No of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*1 00
Promoter and Promoter Group	E-voting	3855975	3855975	100.00	3855975	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		3855975	3855975	100.00	3855975	0	100.00
Public-Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0.00	0	0.00
Public-Non Institutions	E-voting	1364025	493641	36.1900	493634	7	99.9986	0.0014
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1364025	493641	36.1900	493634	7	99.9986
TOTAL		5220000	4349616	83.3260	4349609	7	99.9998	0.0002

RESOLUTION NO. 3								
Resolution required: (Ordinary/ Special)	Special -APPOINTMENT OF MRS. FALGUNI PURVESH GURU (DIN: 10896152) AS A NONEXECUTIVE INDEPENDENT WOMAN DIRECTOR OF THE COMPANY							
Whether promoter/ promoter group are interested in the agenda/ resolution ?	No							
Category	Mode of Voting	No. of shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/ (1)]*100	No. of Votes - in favour (4)	No of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*1 00
Promoter and Promoter Group	E-voting	3855975	3855975	100.00	3855975	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		3855975	3855975	100.00	3855975	0	100.00
Public-Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0.00	0	0.00
Public-Non Institutions	E-voting	1364025	493641	36.1900	493634	7	99.9986	0.0014
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1364025	493641	36.1900	493634	7	99.9986
TOTAL		5220000	4349616	83.3260	4349609	7	99.9998	0.0002

RESOLUTION NO. 4								
Resolution required: (Ordinary/Special)	Ordinary - REGULARISATION OF APPOINTMENT OF MR. ARJUNKUMAR JAGDISHBHAI PATEL (DIN: 08982762) AS A DIRECTOR OF THE COMPANY							
Whether promoter/ promoter group are interested in the agenda/ resolution ?	yes							
Category	Mode of Voting	No. of shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-voting	3855975	3855975	100.00	3855975	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	3855975	3855975	100.00	3855975	0	100.00	0.00
Public-Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0.00	0	0.00	0.00
Public-Non Institutions	E-voting	1364025	493641	36.1900	493634	7	99.9986	0.0014
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1364025	493641	36.1900	493634	7	99.9986	0.0014
	TOTAL	5220000	4349616	83.3260	4349609	7	99.9998	0.0002

RESOLUTION NO. 5								
Resolution required: (Ordinary/Special)	Ordinary - REGULARISATION OF APPOINTMENT OF MR. JATINKUMAR TULSIBHAI PATEL (DIN: 01473158) AS A DIRECTOR OF THE COMPANY							
Whether promoter/ promoter group are interested in the agenda/ resolution ?	yes							
Category	Mode of Voting	No. of shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-voting	3855975	3855975	100.00	3855975	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	3855975	3855975	100.00	3855975	0	100.00	0.00
Public-Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0.00	0	0.00	0.00
Public-Non Institutions	E-voting	1364025	493641	36.1900	493634	7	99.9986	0.0014
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1364025	493641	36.1900	493634	7	99.9986	0.0014
	TOTAL	5220000	4349616	83.3260	4349609	7	99.9998	0.0002

RESOLUTION NO. 6								
Resolution required: (Ordinary/Special)	Ordinary - REGULARISATION OF APPOINTMENT OF MR. PARTH TULSIBHAI PATEL (DIN: 07289967) AS DIRECTOR OF THE COMPANY							
Whether promoter/ promoter group are interested in the agenda/ resolution ?	yes							
Category	Mode of Voting	No. of shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-voting	3855975	3855975	100.00	3855975	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		3855975	3855975	100.00	3855975	0	100.00
Public-Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0.00	0	0.00
Public-Non Institutions	E-voting	1364025	493641	36.1900	493634	7	99.9986	0.0014
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1364025	493641	36.1900	493634	7	99.9986
TOTAL		5220000	4349616	83.3260	4349609	7	99.9998	0.0002

RESOLUTION NO. 7								
Resolution required: (Ordinary/ Special)	Special - APPOINTMENT OF MR. ARJUNKUMAR JAGDISHBHAI PATEL (DIN: 08982762) AS A WHOLE-TIME DIRECTOR (KMP) OF THE COMPANY							
Whether promoter/ promoter group are interested in the agenda/ resolution ?	yes							
Category	Mode of Voting	No. of shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/ (1)]*100	No. of Votes - in favour (4)	No of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*1 00
Promoter and Promoter Group	E-voting	3855975	3855975	100.00	3855975	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		3855975	3855975	100.00	3855975	0	100.00
Public-Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0.00	0	0.00
Public-Non Institutions	E-voting	1364025	493641	36.1900	493634	7	99.9986	0.0014
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1364025	493641	36.1900	493634	7	99.9986
TOTAL		5220000	4349616	83.3260	4349609	7	99.9998	0.0002

RESOLUTION NO. 8								
Resolution required: (Ordinary/ Special)	Special - APPOINTMENT OF MR. JATINKUMAR TULSIBHAI PATEL (DIN: 01473158) AS A MANAGING DIRECTOR (KMP) OF THE COMPANY							
Whether promoter/ promoter group are interested in the agenda/ resolution ?	yes							
Category	Mode of Voting	No. of shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/ (1)]*100	No. of Votes - in favour (4)	No of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*1 00
Promoter and Promoter Group	E-voting	3855975	3855975	100.00	3855975	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		3855975	3855975	100.00	3855975	0	100.00
Public-Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0.00	0	0.00
Public-Non Institutions	E-voting	1364025	493641	36.1900	493634	7	99.9986	0.0014
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1364025	493641	36.1900	493634	7	99.9986
TOTAL		5220000	4349616	83.3260	4349609	7	99.9998	0.0002

RESOLUTION NO. 9								
Resolution required: (Ordinary/ Special)	Special - APPOINTMENT OF MR. PARTH TULSIBHAI PATEL (DIN: 07289967) AS A CHIEF FINANCIAL OFFICER (CFO) (KMP) OF THE COMPANY							
Whether promoter/ promoter group are interested in the agenda/ resolution ?	yes							
Category	Mode of Voting	No. of shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/ (1)]*100	No. of Votes - in favour (4)	No of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*1 00
Promoter and Promoter Group	E-voting *	3855975	1553431	40.2863	1553431	0	100.00	0.00
	Poll		0	0.00			0.00	0.00
	Postal Ballot (if applicable)		0	0.00			0.00	0.00
	Total	3855975	1553431	40.2863	1553431	0	100.00	0.00
Public-Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0.00	0	0.00	0.00
Public-Non Institutions	E-voting	1364025	493641	36.1900	493634	7	99.9986	0.0014
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1364025	493641	36.1900	493634	7	99.9986	0.0014
	TOTAL	5220000	2047072	39.2159	2047065	7	99.9997	0.0003

* Votes cast by Mr. Jatinkumar Tulsibhai Patel and Mr. Parth Tulsibhai Patel (being interested in resolution) were not included in the above table as pursuant to Section 188 of Companies Act, 2013 and Regulations 23 of SEBI (LODR) Regulations, 2015, Related parties are not entitled to vote on resolution and hence, the said votes were not considered in voting.

RESOLUTION NO. 10								
Resolution required: (Ordinary/ Special)	Special - ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION OF THE COMPANY							
Whether promoter/ promoter group are interested in the agenda/ resolution ?	No							
Category	Mode of Voting	No. of shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-voting	3855975	3855975	100.00	3855975	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	3855975	3855975	100.00	3855975	0	100.00	0.00
Public-Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0.00	0	0.00	0.00
Public-Non Institutions	E-voting	1364025	493641	36.1900	493634	7	99.9986	0.0014
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1364025	493641	36.1900	493634	7	99.9986	0.0014
	TOTAL	5220000	4349616	83.3260	4349609	7	99.9998	0.0002

RESOLUTION NO. 11								
Resolution required: (Ordinary/Special)	Ordinary - INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND SUBSEQUENT ALTERATION OF CAPITAL CLAUSE V OF MEMORANDUM OF ASSOCIATION OF THE COMPANY							
Whether promoter/ promoter group are interested in the agenda/ resolution ?	No							
Category	Mode of Voting	No. of shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-voting	3855975	3855975	100.00	3855975	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		3855975	3855975	100.00	3855975	0	100.00
Public-Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0.00	0	0.00
Public-Non Institutions	E-voting	1364025	493641	36.1900	493634	7	99.9986	0.0014
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1364025	493641	36.1900	493634	7	99.9986
TOTAL		5220000	4349616	83.3260	4349609	7	99.9998	0.0002

RESOLUTION NO. 12								
Resolution required: (Ordinary/Special)	Special - ISSUE OF UPTO 2,35,35,491 (TWO CRORES THIRTY-FIVE LAKHS THIRTY-FIVE THOUSAND FOUR HUNDRED AND NINETY-ONE) SHARE WARRANTS, EACH CONVERTIBLE INTO, OR EXCHANGEABLE FOR, ONE EQUITY SHARE OF THE COMPANY WITHIN THE PERIOD OF 18 (EIGHTEEN MONTHS) IN ACCORDANCE WITH THE APPLICABLE LAW ("WARRANTS") TO THE IDENTIFIED PROMOTERS and/ or NON-PROMOTER							
Whether promoter/ promoter group are interested in the agenda/ resolution ?	YES							
Category	Mode of Voting	No. of shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-voting	3855975	0	0.00	* NOT CONSIDERED		0.00	0.00
	Poll		0	0.00			0.00	0.00
	Postal Ballot (if applicable)		0	0.00			0.00	0.00
	Total		0	0.00			0	0
Public-Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0.00	0	0	0.00
Public-Non Institutions	E-voting	1364025	493641	36.1900	493634	7	99.9986	0.0014
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1364025	493641	36.1900	493634	7	99.9986
TOTAL		5220000	493641	9.4567	493634	7	99.9986	0.0014

* Votes of related parties to the resolutions were not included in the above table as pursuant to Section 188 of Companies Act, 2013 and Regulations 23 of SEBI (LODR) Regulations, 2015, Related parties are not entitled to vote on resolution and hence, the said votes were not considered in voting.

For, Vaghani Techno - Build Limited



Jatinkumar Tulsibhai Patel
Managing Director
DIN: 01473158





**KRISHNA BHAVSAR & ASSOCIATES
COMPANY SECRETARIES**

D5-902, Orchid Legacy,
Applewood, Shela,
Ahmedabad-380058, Gujarat
Contact: +91 9737582900
Email id: krishna.bhav14@gmail.com

**CONSOLIDATED SCRUTINIZER'S REPORT
(Voting through Remote E-Voting and E-voting at the Extra-Ordinary General Meeting)
[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies
(Management and Administration) Rules, 2014 as amended]**

To,
The Chairman of the EGM
VAGHANI TECHNO - BUILD LIMITED
903 & 904, 9th Floor, Krushal Commercial Tower,
Ghatkopar-Mahul Road, Chembur (West),
Mumbai 400089

SUB: SCRUTINIZER'S REPORT ON REMOTE E-VOTING AND E-VOTING CONDUCTED AT 1ST EXTRA-ORDINARY GENERAL MEETING OF THE FINANCIAL YEAR 2024-25 OF THE MEMBERS OF VAGHANI TECHNO - BUILD LIMITED, HELD ON TUESDAY, 18TH FEBRUARY, 2025 AT 11:30 A.M. IST THROUGH VIDEO CONFERENCING ("VC") OTHER AUDIO-VISUAL MEANS ("OAVM") (HEREINAFTER REFERRED TO AS "ELECTRONIC EGM"/ "E-EGM")

Dear Sir,

I, Mrs. Krishna Hardik Bhavsar, proprietor of M/s Krishna Bhavsar & Associates, Practising Company Secretary, Ahmedabad, duly appointed as a Scrutinizer by Board of Directors of VAGHANI TECHNO - BUILD LIMITED for the purpose of Scrutinizing the voting through remote e-voting process and e-voting at EGM in fair and transparent manner at the 1st EGM of the f.y. 2024-25 of the company held on Tuesday, 18th February, 2025 at 11:30 a.m. through VC/OAVM. The Company has provided the Remote E-voting Facility pursuant to the circular issued by the ministry of corporate affairs, Securities and Exchange Board of India and section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing obligation and Disclosure Requirements Regulations, 2015).

I submit my report as under:

1. The Management of the company is responsible to ensure the compliance requirement of the Companies Act, 2013 and Rules made thereunder and SEBI (LODR) Regulations, 2015 and Secretarial Standard-2 on general meeting issued by ICSI relating to remote e-voting and e-voting at the Extra-Ordinary General Meeting for the resolutions proposed in the notice of the Extra-Ordinary General Meeting dated 23rd January, 2025 and corrigendum to the notice of EGM dated 7th February, 2025. My responsibility as a scrutinizer is restricted to give Consolidated Report on the votes cast by members for the resolutions (businesses) contained in the notice/s of EGM through remote E-voting and through E-voting facility to the shareholders present at EGM through VC/OAVM.
2. The Company had availed the remote e-voting facility offered by National Securities Depository Limited (NSDL) as an agency for providing e-voting facility to the shareholders of the Company. The remote e-voting period remained open from Saturday, 15th February, 2025 at 09:00 A.M. and ended on Monday, 17th February, 2025 at 05:00 P.M and the e-voting platform was blocked, thereafter.





**KRISHNA BHAVSAR & ASSOCIATES
COMPANY SECRETARIES**

D5-902, Orchid Legacy,
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3. At the Extra-Ordinary General Meeting of the company held on Tuesday, 18th February, 2025, at 11:30 a.m. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), the company also provided e-voting facility to the shareholders present at the EGM through VC/OAVM and who had not cast their vote earlier through remote e-voting.
4. As prescribed in clause (v) of sub Rule 4 of the Rule 20, the company also released on advertisement, which was published more than 21 days before the date of the EGM in English in "Active Times" newspaper, dated 25th January, 2025 and in Marathi in "Mumbai Lakshyadeep" newspaper, Mumbai edition dated 25th January, 2025. The notice published in the newspaper carried the required information as specified in the Sub Rule 4 (v) (a) to (h) of said Rule 20.
5. The shareholders holding shares as on the "cut off" date i.e. 11th February, 2025 (Cut-off date), were entitled to vote on the proposed resolutions (Item Nos. 1 to 12 as set out in the Notice of the 1st EGM of the f.y. 2024-25 of Vaghani Techno - Build Limited).
6. The votes were unblocked by me on 18th February, 2025 around 14.59 P.M. in the presence of two witnesses, i e. Mrs. Prajakta Chauhan and Mr. Pankaj Joshi, who are not in the Employment of the Company.
7. Then, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the E-voting website of <https://www.evoting.nsdl.com>.
8. Thereafter, I as a scrutinizer, duly compiled details of e-voting and facility of E-voting provided at the EGM, and based on such scrutiny of the remote e-voting and e-voting at EGM, the result of the e-voting are as follows:

RESOLUTION 1 -(Special Resolution)

1. APPOINTMENT OF MR. RAJESHKUMAR MUKUNDKUMAR PANDYA (DIN: 10896106) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY

Particulars	Remote E-voting		Poll		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	36	4349609	0	0	36	4349609	99.9998%
Dissent	2	7	0	0	2	7	0.0002%
Total	38	4349616	0	0	38	4349616	100%
Abstain/ Invalid	0	0	0	0	0	0	0





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RESOLUTION 2 -(Special Resolution)

2. APPOINTMENT OF MR. ASHOKKUMAR DASHRATHBHAI PATEL (DIN: 10896139) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.

Particulars	Remote E-voting		Poll		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	36	4349609	0	0	36	4349609	99.9998%
Dissent	2	7	0	0	2	7	0.0002%
Total	38	4349616	0	0	38	4349616	100%
Abstain/ Invalid	0	0	0	0	0	0	0

RESOLUTION 3 -(Special Resolution)

3. APPOINTMENT OF MRS. FALGUNI PURVESH GURU (DIN: 10896152) AS A NON-EXECUTIVE INDEPENDENT WOMAN DIRECTOR OF THE COMPANY.

Particulars	Remote E-voting		Poll		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	36	4349609	0	0	36	4349609	99.9998%
Dissent	2	7	0	0	2	7	0.0002%
Total	38	4349616	0	0	38	4349616	100%
Abstain/ Invalid	0	0	0	0	0	0	0

RESOLUTION 4 -(Ordinary Resolution)

4. REGULARISATION OF APPOINTMENT OF MR. ARJUNKUMAR JAGDISHBHAI PATEL (DIN: 08982762) AS A DIRECTOR OF THE COMPANY.

Particulars	Remote E-voting		Poll		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	36	4349609	0	0	36	4349609	99.9998%
Dissent	2	7	0	0	2	7	0.0002%
Total	38	4349616	0	0	38	4349616	100%
Abstain/ Invalid	0	0	0	0	0	0	0





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RESOLUTION 5 –(Ordinary Resolution)

5. REGULARISATION OF APPOINTMENT OF MR. JATINKUMAR TULSIBHAI PATEL (DIN: 01473158) AS A DIRECTOR OF THE COMPANY.

Particulars	Remote E-voting		Poll		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	36	4349609	0	0	36	4349609	99.9998%
Dissent	2	7	0	0	2	7	0.0002%
Total	38	4349616	0	0	38	4349616	100%
Abstain/ Invalid	0	0	0	0	0	0	0

RESOLUTION 6 –(Ordinary Resolution)

6. REGULARISATION OF APPOINTMENT OF MR. PARTH TULSIBHAI PATEL (DIN: 07289967) AS DIRECTOR OF THE COMPANY.

Particulars	Remote E-voting		Poll		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	36	4349609	0	0	36	4349609	99.9998%
Dissent	2	7	0	0	2	7	0.0002%
Total	38	4349616	0	0	38	4349616	100%
Abstain/ Invalid	0	0	0	0	0	0	0

RESOLUTION 7 –(Special Resolution)

7. APPOINTMENT OF MR. ARJUNKUMAR JAGDISHBHAI PATEL (DIN: 08982762) AS A WHOLE-TIME DIRECTOR (KMP) OF THE COMPANY.

Particulars	Remote E-voting		Poll		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	36	4349609	0	0	36	4349609	99.9998%
Dissent	2	7	0	0	2	7	0.0002%
Total	38	4349616	0	0	38	4349616	100%
Abstain/ Invalid	0	0	0	0	0	0	0





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RESOLUTION 8 –(Special Resolution)

8. APPOINTMENT OF MR. JATINKUMAR TULSIBHAI PATEL (DIN: 01473158) AS A MANAGING DIRECTOR (KMP) OF THE COMPANY.

Particulars	Remote E-voting		Poll		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	36	4349609	0	0	36	4349609	99.9998%
Dissent	2	7	0	0	2	7	0.0002%
Total	38	4349616	0	0	38	4349616	100%
Abstain/ Invalid	0	0	0	0	0	0	0

RESOLUTION 9 –(Special Resolution)

9. APPOINTMENT OF MR. PARTH TULSIBHAI PATEL (DIN: 07289967) AS A CHIEF FINANCIAL OFFICER (CFO) (KMP) OF THE COMPANY.

Particulars	Remote E-voting		Poll		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	34	2047065	0	0	34	2047065	99.9997%
Dissent	2	7	0	0	2	7	0.0003%
Total	36	2047072	0	0	36	2047072	100%
Abstain/ Invalid *	2	2302544	0	0	2	2302544	0

* Votes cast by Mr. Jatinkumar Tulsibhai Patel and Mr. Parth Tulsibhai Patel (being interested in resolution) were not included in the above table as pursuant to Section 188 of Companies Act, 2013 and Regulations 23 of SEBI (LODR) Regulations, 2015, Related parties are not entitled to vote on resolution and hence, the said votes were not considered in voting.





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RESOLUTION 10 –(Special Resolution)

10. ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION OF THE COMPANY

Particulars	Remote E-voting		Poll		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	36	4349609	0	0	36	4349609	99.9998%
Dissent	2	7	0	0	2	7	0.0002%
Total	38	4349616	0	0	38	4349616	100%
Abstain/ Invalid	0	0	0	0	0	0	0

RESOLUTION 11 –(Ordinary Resolution)

11. INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND SUBSEQUENT ALTERATION OF CAPITAL CLAUSE V OF MEMORANDUM OF ASSOCIATION OF THE COMPANY.

Particulars	Remote E-voting		Poll		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	36	4349609	0	0	36	4349609	99.9998%
Dissent	2	7	0	0	2	7	0.0002%
Total	38	4349616	0	0	38	4349616	100%
Abstain/ Invalid	0	0	0	0	0	0	0





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RESOLUTION 12 -(Special Resolution)

12. Issue Of Upto 2,35,35,491 (Two Crores Thirty-Five Lakhs Thirty-Five Thousand Four Hundred And Ninety-One Only) Share Warrants, Each Convertible Into, Or Exchangeable For, One Equity Share Of The Company Within The Period Of 18 (Eighteen Months) In Accordance With The Applicable Law ("Warrants") To The Identified Promoters And/ Or Non-Promoter.

Particulars	Remote E-voting		Poll		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	32	493634	0	0	32	493634	99.9986%
Dissent	2	7	0	0	2	7	0.0014%
Total	34	493641	0	0	34	493641	100%
Abstain/ Invalid *	4	3855975	0	0	4	3855975	0

* Votes of related parties to the resolutions were not included in the above table as pursuant to Section 188 of Companies Act, 2013 and Regulations 23 of SEBI (LODR) Regulations, 2015, Related parties are not entitled to vote on resolution and hence, the said votes were not considered in voting

9. The registers, all other papers and relevant documents relating to e-voting shall remain in our safe custody until the chairman consider, approve and sign minutes of said Extra-Ordinary General Meeting and the same will be handed over to the company secretary of the company for safe keeping.

Thanking You,

For, Krishna Bhavsar & Associates
Practising Company Secretary

Krishna
Krishna Hardik Bhavsar
Proprietor
ACS: 38257 / COP No.: 17009
Peer Review Certificate No. 6323/2024
UDIN: A038257F003970020



Countersigned by
For, Vaghani Techno - Build Limited



Tinkumar
Tinkumar Tulsibhai Patel
Managing Director
DIN: 01473158

Date: 20.02.2025
Place: Ahmedabad