



ENDURANCE
ENDURANCE TECHNOLOGIES LIMITED
[formerly known as Endurance Technologies Pvt. Ltd.]

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
PAN : AAACE7066P

28th July, 2017

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 18th Annual General Meeting ("AGM") of the Company held on 28th July, 2017 and Voting Results together with Consolidated Report of Scrutinizer on remote e-voting & ballot paper

Ref.: Regulation 30 (read with Part A(13) of Schedule III) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

We inform you that the 18th AGM of the Members of the Company was held on 28th July, 2017 at 10.30 a.m. 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 18 th AGM held on 28 th July, 2017 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 Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, dated 28 th July, 2017, on remote e-voting and voting through ballot paper at the AGM.	Annexure – III

The above information will be made available on the Company's website www.endurancegroup.com and the voting results will be made available on the website of Central Depository Services (India) Limited at www.evotingindia.com.

You are requested to kindly take note of the same.

Thanking you,

Yours faithfully,

For **Endurance Technologies Limited**


Sunil Lalai

Company Secretary and Vice President – Legal

Encl: As above.



Proceedings of Eighteenth Annual General Meeting held on 28th July, 2017

The Eighteenth Annual General Meeting ("AGM") of the Members of Endurance Technologies Limited was held on Friday, 28th July, 2017, at Vivanta by Taj, 8-N-12, CIDCO, Dr. Rafiq Zakaria Marg, Rauza Bagh, Aurangabad - 431001, Maharashtra. The AGM commenced at 10.30 a.m.

- A. Mr. Naresh Chandra presided as Chairman of the meeting.
- B. The Chairman welcomed the Members at the 18th AGM, the first general body meeting after listing of the Company's equity shares on stock exchanges.
- 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 and Ms. Anjali Seth, Independent Director and Chairperson of the Stakeholders' Relationship Committee.

He informed that Mrs. Falguni Nayar, an Independent Director has sought leave of absence due to personal reasons.

The Chairman further confirmed the presence of representatives of retiring statutory auditors, Deloitte Haskins & Sells and the proposed statutory auditors, S R B C & Co.

- E. The Chairman, then requested Mr. Anurang Jain, Managing Director of the Company to give an overview on the Company's business performance during 2016-17.
- F. 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 2016-17.
- G. The Chairman before proceeding further, informed the Members that the 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.
- H. The Chairman stated that as there are no qualifications, observations or comments in the Statutory Auditors' report and in the Secretarial Auditor's report, the same are not required to be read in terms of Section 145 of the Companies Act, 2013.
- I. The Chairman stated that the Notice of the AGM had been sent to all the Members well in advance and with the permission of Members present, the Notice was taken as read.
- J. The Chairman thereafter, informed that the Company had provided the Members the facility to cast their vote electronically, on all the resolutions set forth in the Notice of AGM. Members who were present at the meeting and had not cast their votes electronically were provided an opportunity to cast their votes at the end of the meeting through ballot paper.



**ANNEXURE - I**

He further informed the Members that, the Board of Directors had appointed Mr. Sachin Bhagwat, as the Scrutinizer.

- K. The Chairman then moved all the resolutions as set out in the Notice of AGM giving brief on each item.
- L. No queries were raised by the Members or any matter forming part of the Notice of AGM.
- M. The Chairman, thereafter, thanked all the Members for their participation at the AGM.
- N. The Chairman requested the Members who had not cast their votes electronically to cast their votes on all resolutions through ballot paper.
- O. The following items of business as set out in the Notice of 18th AGM were transacted at the meeting and were approved as Ordinary Resolutions with overwhelming majority:

Ordinary Business:

- 1. Adoption of the audited standalone and consolidated financial statements of the Company for the financial year ended 31st March, 2017 together with the reports of the Board of Directors and Auditors' thereon.
- 2. Declaration of Rs. 2.50 dividend per equity share of face value of Rs. 10/- each (25%) for the financial year ended 31st March, 2017.
- 3. Re-appointment of Mr. Ramesh Gehaney (DIN: 02697676) as a Director liable to retire by rotation.
- 4. Appointment of M/s. S R B C & Co. LLP, Chartered Accountants, as Statutory Auditors of the Company.

Special Business:

- 5. Appointment of Mr. Massimo Venuti as a Director of the Company
- 6. Ratification of remuneration payable to Cost Auditor for audit of cost records for the FY 2017-18.

The meeting concluded at 11.00 a.m. with vote of thanks to the Chair.



ANNEXURE - II

Voting Results of the AGM pursuant to Regulation 44 of the Listing Regulations.

Resolution Required : (Ordinary)			1 - To consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended 31 st March, 2017, together with the reports of the Board of Directors and 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	116,049,824	116,049,824	100.0000	116,049,824	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		116,049,824	100.0000	116,049,824	0	100.0000	0.0000
Public Institutions	E-Voting	19,679,990	14,689,890	74.6438	14,689,890	0	100.0000	0.0000
	Poll		0	0.00	0	0	0.0000	0.0000
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Total		14,689,890	74.6438	14,689,890	0	100.0000	0.0000
Public Non Institutions	E-Voting	4,933,034	1,240,859	25.1541	1,240,859	0	100.0000	0.0000
	Poll		69,085	1.4005	69,085	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1,309,944	26.5546	1,309,944	0	100.0000	0.0000
Total		140,662,848	132,049,658	93.8767	132,049,658	0	100.0000	0.0000



ANNEXURE - II

Resolution Required : (Ordinary)			2 - To declare dividend on equity shares for the financial year ended 31 st March, 2017.					
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
Promoter and Promoter Group	E-Voting	116,049,824	116,049,824	100.0000	116,049,824	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		116,049,824	100.0000	116,049,824	0	100.0000	0.0000
Public Institutions	E-Voting	19,679,990	14,689,890	74.6438	14,689,890	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14,689,890	74.6438	14,689,890	0	100.0000	0.0000
Public Non Institutions	E-Voting	4,933,034	1,240,859	25.1541	1,240,859	0	100.0000	0.0000
	Poll		69,085	1.4005	69,085	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1,309,944	26.5546	1,309,944	0	100.0000	0.0000
Total		140,662,848	132,049,658	93.8767	132,049,658	0	100.0000	0.0000



ANNEXURE - II

Resolution Required : (Ordinary)			3 - Re-appointment of Mr. Ramesh Gehaney (DIN: 02697676) as a Director liable to retire by rotation.						
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	
			[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100	
Promoter and Promoter Group	E-Voting	116,049,824	116,049,824	100.0000	116,049,824	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		116,049,824	100.0000	116,049,824	0	100.0000	0.0000	
Public Institutions	E-Voting	19,679,990	14,689,890	74.6438	14,689,890	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		14,689,890	74.6438	14,689,890	0	100.0000	0.0000	
Public Non Institutions	E-Voting	4,933,034	1,240,859	25.1541	1,240,829	30	99.9976	0.0024	
	Poll		69,085	1.4005	69,085	0	100.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		1,309,944	26.5546	1,309,914	30	99.9977	0.0023	
Total		140,662,848	132,049,658	93.8767	132,049,628	30	100.0000	0.0000	



ANNEXURE - II

Resolution Required : (Ordinary)			4 - Appointment of M/s. S R B C & Co. LLP, Chartered Accountants, as Statutory Auditors of the Company.					
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	116,049,824	116,049,824	100.0000	116,049,824	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		116,049,824	100.0000	116,049,824	0	100.0000	0.0000
Public Institutions	E-Voting	19,679,990	14,689,890	74.6438	14,289,890	400,000	97.2770	2.7230
	Poll		0	0.00	0	0	0.0000	0.0000
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Total		14,689,890	74.6438	14,289,890	400,000	97.2770	2.7230
Public Non Institutions	E-Voting	4,933,034	1,240,859	25.1541	1,240,859	0	100.00	0.0000
	Poll		69,085	1.4005	69,085	0	100.00	0.0000
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Total		1,309,944	26.5546	1,309,944	0	100.00	0.0000
Total		140,662,848	132,049,658	93.8767	131,649,658	400,000	99.6971	0.3029



ANNEXURE - II

Resolution Required : (Ordinary)			5 - To appoint Mr. Massimo Venuiti as a Director of the Company.					
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	116,049,824	116,049,824	100.0000	116,049,824	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		116,049,824	100.0000	116,049,824	0	100.0000	0.0000
Public Institutions	E-Voting	19,679,990	14,689,890	74.6438	14,689,890	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14,689,890	74.6438	14,689,890	0	100.0000	0.0000
Public Non Institutions	E-Voting	4,933,034	1,240,859	25.1541	1,240,794	65	99.9948	0.0052
	Poll		69,085	1.4005	69,085	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1,309,944	26.5546	1,309,879	65	99.9950	0.0050
Total		140,662,848	132,049,658	93.8767	132,049,593	65	100.0000	0.0000



ANNEXURE - II

Resolution Required : (Ordinary)			6 - Ratification of remuneration payable to Cost Auditor for audit of cost records for the FY 2017-18.					
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	116,049,824	116,049,824	100.0000	116,049,824	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		116,049,824	100.0000	116,049,824	0	100.0000	0.0000
Public Institutions	E-Voting	19,679,990	14,689,890	74.6438	14,689,890	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14,689,890	74.6438	14,689,890	0	100.0000	0.0000
Public Non Institutions	E-Voting	4,933,034	1,240,859	25.1541	1,240,824	35	99.9972	0.0028
	Poll		69,085	1.4005	69,085	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1,309,944	26.5546	1,309,909	35	99.9973	0.0027
Total		140,662,848	132,049,658	93.8767	132,049,623	35	100.00	0.0000



SACHIN BHAGWAT

ACS

PRACTISING COMPANY SECRETARY

Scrutinizer's Report - Combined

To,
The Chairman of Eighteenth Annual General Meeting
of the Equity Shareholders of Endurance Technologies Limited
held on 28th July 2017,
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 voting cast by polling 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 polling papers at the AGM, as under:-

ORDINARY BUSINESS**Item No. 1 - Ordinary Resolution**

To consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended 31st March, 2017, 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	152	132,049,658	100%	Passed unanimously
Votes against the resolution	0	0	0	
Total	152	132,049,658	100%	

Abstained votes

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

Invalid Votes

Number of ballots	Number of votes
0	0

Item No. 2 - Ordinary Resolution

To declare dividend on equity shares for the financial year ended 31st March, 2017.

	Number of ballots	Number of votes	Percentage of total votes	Result
Votes in favour of the resolution	152	132,049,658	100%	Passed unanimously
Votes against the resolution	0	0	0	
Total	152	132,049,658	100%	

Abstained votes

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

Invalid Votes

Number of ballots	Number of votes
0	0

Item No. 3 - Ordinary Resolution

To appoint a director in place of Mr. Ramesh Gehaney (DIN: 02697676), 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	151	132,049,628	99.9977%	Passed by requisite majority
Votes against the resolution	1	30	0.0023%	
Total	152	132,049,658	100%	

Abstained votes

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

82

Invalid Votes

Number of ballots	Number of votes
0	0

Item No. 4 – Ordinary Resolution

To appoint Auditors of the Company, to hold office for a term of five years from the conclusion of Eighteenth Annual General Meeting upto the conclusion of Twenty-third Annual General Meeting and to authorise the Board of Directors to fix their remuneration.

	Number of ballots	Number of votes	Percentage of total votes	Result
Votes in favour of the resolution	150	131,649,658	99.6971%	Passed by requisite majority
Votes against the resolution	2	400,000	0.3029%	
Total	152	132,049,658	100%	

Abstained votes

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

Invalid Votes

Number of ballots	Number of votes
0	0

SPECIAL BUSINESS

Item No. 5 – Ordinary Resolution

Appointment of Mr. Massimo Venuti as a Director of the Company

	Number of ballots	Number of votes	Percentage of total votes	Result
Votes in favour of the resolution	150	132,049,593	99.9950%	Passed by requisite majority
Votes against the resolution	2	65	0.0050%	
Total	152	132,049,658	100%	

82

Abstained votes

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

Invalid Votes

Number of ballots	Number of votes
0	0

Item No. 6 – Ordinary Resolution

Ratification of remuneration payable to Cost Auditor for audit of cost records for the FY 2017-18

	Number of ballots	Number of votes	Percentage of total votes	Result
Votes in favour of the resolution	151	132,049,623	99.9973%	Passed by requisite majority
Votes against the resolution	1	35	0.0027%	
Total	152	132,049,658	100%	

Abstained votes

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

Invalid Votes

Number of ballots	Number of votes
0	0

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 Vice President -
Legal

Place: Aurangabad
Date: 28 July 2017