

**Ref: DEL/SEC/2024/07/04**

Date: July 24, 2025

To  
BSE Limited  
Corporate Relationship Department  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai – 400 001

**BSE Scrip Code: 504908**

Dear Sir/ Madam,

**Sub: Summary of Proceedings of the 64th Annual General Meeting of the Company held on Thursday, July 24, 2025**

In accordance with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015, ("SEBI Listing Regulations"), we are pleased to submit the summary of proceedings of the 64th Annual General Meeting ("AGM") of Duncan Engineering Limited ("the Company") held on Thursday, 24th July 2025 through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"). The AGM commenced at 11:00 a.m. (IST) and concluded at 11:46 a.m. (IST).

You are requested to take the same on your records.

Thanking you.

**For Duncan Engineering Limited**

**Shanu Gupta**  
**Company Secretary and Compliance Officer**

**Duncan Engineering Limited**

(Formerly known as Schrader Duncan Limited)

*Registered Office & Plant*

F-33, Ranjangaon MIDC, Karegaon, Tal. Shirur, Dist. Pune - 412 209. India

Telephone : +91 2138 660-066 Fax : +91 2138 660-067

Email : del@duncanengg.com Web : www.duncanengg.com

CIN : L28991PN1961PLC139151

**SUMMARY OF THE PROCEEDINGS OF 64TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON THURSDAY, JULY 24, 2025**

We are pleased to inform you that the 64th Annual General Meeting (AGM) of the Company was duly held on Thursday, 24th July 2025, at 11.00 am (IST) through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM') facility provided by MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited), in due compliance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Ms. Shanu Gupta, Company Secretary and Compliance Officer, welcomed the Members attending the AGM and briefed the general instructions to the members present regarding participation and voting at the Meeting. It was also stated that the Company had provided its members with the facility to exercise their right to vote on resolutions proposed to be considered at the 64<sup>th</sup> AGM by electronic means (remote e-voting). The remote e-voting period began on Monday, July 21, 2025 (9:00 am IST) and ended on Wednesday, July 23, 2025 (5:00 pm IST). During this period, Members of the Company, who held shares either in physical form or in dematerialized form, as on the cut-off date being July 17, 2025, were eligible to vote by electronic means or at the AGM. Further, members present at the Meeting could cast their votes by means of electronic voting (e-voting) that was made available during and for 15 minutes after the conclusion of the Meeting, in respect of all the resolutions. Members who had already cast their votes through the remote e-voting system were requested to abstain from the e-voting process at the Meeting as the votes cast through remote e-voting prevail and further e-voting at the Meeting is treated as invalid.

The Meeting was attended by all Directors except Mr. Mahesh Krishna (Independent Director), Mr. Kamal Saria, Chief Financial Officer, Ms. Shanu Gupta, Company Secretary and Compliance Officer, Mr. Vishal Sehgal, Chief Operating Officer, Mr. Ankit, Chief of Staff, Mr. Gagandeep, Head- Sales and Marketing and representatives of the Statutory Auditors and the Secretarial Auditors. 29 members had attended the Meeting virtually, in person / through authorized representatives. In terms of the circulars issued by MCA and SEBI, the requirement of appointing proxy was not applicable.

The requisite quorum being present, the Chairman commenced the proceedings of the Meeting at 11.00 a.m. and stated that since the Meeting is being conducted virtually where members can join in person, the proxy facility is not necessitated and accordingly has not been provided. The Registers as required under the Companies Act 2013 were available for inspection.

The Chairman informed that the Company has appointed Mrs. Shaswati Vaishnav, Practicing Company Secretaries, as Scrutinizer for the remote e-voting and the e-voting at the Meeting.

Mr. Arvind Goenka then addressed the Meeting and briefed the Members on the operational and financial performance of the Company for the financial year ended March 31, 2025.

Thereafter, members who had registered themselves as speakers were requested to ask questions and /or express their views, which were later responded to / addressed by Mr.

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Akshat Goenka, Managing Director of the Company. After answering the pertinent and material questions raised by speaker shareholders, the following items of business as set out in the Notice were put for the Members' approval by way of e-voting:

The following resolutions as set out in the Notice convening the AGM were put to vote by Remote e-Voting and e-Voting at the Meeting:

**ORDINARY BUSINESS:**

1. Ordinary Resolution to receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March 2025 and the Reports of the Board of Directors and Auditors thereon.
2. Ordinary Resolution to declare dividend of Rs. 3.00/- per equity share of face value of Rs. 10/- each for the financial year ended 31st March 2025.
3. Ordinary Resolution to appoint Mr. Akshat Goenka (DIN - 07131982), who retires by rotation and being eligible, offers himself for reappointment as a director.
4. Ordinary Resolution to re-appoint M/s. S. S. Kothari Mehta & Co. LLP, Chartered Accountants, as the Statutory Auditors of the Company and to determine their remuneration.

**SPECIAL BUSINESS**

5. Ordinary Resolution to appoint M/s. S. Vaishnav & Associates, Practicing Company Secretaries, (Firm Registration No. S2025MH1008500) for a term of upto 5 (Five) consecutive years, fix their remuneration and in this regard.

The Results of the voting through e-voting at the AGM and Remote e-voting opted by the members on the resolutions for Item no. 1 to 5 of AGM Notice, will be submitted separately in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with the Scrutinizer's report thereon.

You are requested to take the same on your records.

Thanking you.

**For Duncan Engineering Limited**

**Shanu Gupta**  
**Company Secretary and Compliance Officer**

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