

पंजीकृत एवं कॉर्पोरेट कार्यालय : इंजीनियर्स इंडिया भवन, 1, भीकाएजी कामा प्लेस, नई दिल्ली-110 066 भारत
Regd. & Corporate Office : Engineers India Bhawan, 1, Bhikaiji Cama Place, New Delhi-110 066 INDIA

ईमेल/e-mail: company.secretary@eil.co.in, दूरभाष /Phone: 011-26763451

कंपनी सचिवालय/ COMPANY SECRETARIAT

सं.सचिव/No. Secy/906/9/10

24.09.2025

The BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai – 400 023 Scrip Code-532178	The National Stock Exchange of India Limited Exchange Plaza, 5th Floor Bandra Kurla Complex Bandra (East), Mumbai-400051 Symbol-ENGINEERSIN
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विषय: 60वीं वार्षिक आम बैठक की कार्यवाही

Sub: Proceedings of 60th Annual General Meeting

प्रिय महोदय/महोदया
Dear Sir/ Madam,

In continuation to our letter dated 29.08.2025, it is informed that the 60th Annual General Meeting of the Company was convened today i.e. Wednesday, the 24th September, 2025 thorough video conferencing (VC)/other Audio Visual Means (OAVM). The said meeting commenced at 11:00 a.m. and concluded at 01:07 p.m.

In terms of Regulation 30 read with Schedule III of the SEBI (LODR) Regulations, 2015, the proceeding of 60th Annual General Meeting along with Chairman Speech are enclosed herewith for your information and record.

धन्यवाद/Thanking you,

भवदीय/Very truly
yours,

कर्त इंजीनियर्स इंडिया लिमिटेड
For Engineers India Limited

एस. के. पाटी/ S.K. Padhi
कंपनी सचिव एवं अनुपालन अधिकारी/
Company Secretary &
Compliance officer

संलग्नक : यथोक्त/Encl: As above

PROCEEDINGS OF 60th ANNUAL GENERAL MEETING OF ENGINEERS INDIA LIMITED.

The 60th Annual General Meeting of the Members of the Engineers India Limited was held on Wednesday, the 24th day of September, 2025 at 11:00 a.m. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

Shri S. K. Padhi, Company Secretary welcomed all the members participated through VC and briefed regarding the process to participate in the Meeting.

Smt. Vartika Shukla, Chairman & Managing Director of the Company chaired the meeting. The Chairman informed that the Meeting was convened through VC/OAVM in compliance with the Circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

She then welcomed all the Members to the 60th Annual General Meeting of the Company and introduced the Directors, Nominee of the President of India, Statutory Auditors, Secretarial Auditors and Scrutinizer who joined the meeting through VC.

The Company Secretary confirmed that quorum is present and 207 Members, representing 28,85,59,578 shares participated in the meeting through VC. These included the nominee of the President of India holding 51.32% of Shares of the Company. The Chairman declared that the requisite quorum was present, called the meeting to order.

With the consent of the Members present, Notice dated 18th August, 2025 convening the meeting together with the Financial Statements and Directors' Report etc., the copies of which were emailed to the Members, were taken as read.

The Chairman delivered her speech covering the following areas:

- A Moment of Reflection and Celebration- 60 Years dedicated service to the Nation
- Economic Environment and Outlook
- EIL's Financial Performance
- Business Highlights and Project Execution
- Global Projects
- Digitalisation and Technological Innovation
- Sustainability and Net Zero Commitment
- Atmanirbhar Bharat and Localisation Efforts
- Human Capital and Workforce Development

- CSR and Social Commitment
- Corporate Governance
- Recognition and Awards
- EIL's Vision for the Future

With the consent of the Members present, the unqualified Independent Auditors' Report, Secretarial Auditor Report, and Report on corporate Governance along with Management Replies for the FY 2024-25 were taken as read.

The Company Secretary briefed on the comments of the Comptroller and Auditor General of India on the Standalone and Consolidated financial statement and management replies thereon.

The Company Secretary then informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provided the remote e-Voting facility to its members to exercise their vote for the items transacted at the said Annual General Meeting. The shareholders holding shares as on cut-off date i.e. 17.09.2025 were entitled to vote on the proposed resolutions of this Annual General Meeting. The remote e-Voting period remained open from 20.09.2025 (9.00 a.m., IST) to 23.09.2025 (5.00 p.m., IST) (both days inclusive). The Company Secretary then informed the members who have not casted their votes on the resolution as mentioned in the Annual General Meeting Notice by remote e-voting prior to the Annual General Meeting may cast their vote through e-voting system available on the voting page of NSDL during the continuation of this Annual General Meeting simultaneously while watching the proceedings of the meeting.

The Company Secretary further informed the members that the Board of Directors have appointed Ms. Parul Jain, Managing Partner, VAP & Associates, Company Secretaries (C.P. No. 13901) as Scrutinizer for scrutinizing the remote e-Voting process and e-voting cast at this meeting.

The Company Secretary thereafter took up the business as stated in the Notice of AGM dated 18.08.2025. He explained the objective and implications, if any, of the resolutions enlisted in the AGM Notice. The Company Secretary read out all the 13 resolutions proposed for approval of the shareholders at the meeting as follows:

पंजीकृत एवं कॉर्पोरेट कार्यालय : इंजीनियर्स इंडिया भवन, 1, भीकाएजी कामा प्लेस, नई दिल्ली-110 066 भारत
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कंपनी सचिवालय/ COMPANY SECRETARIAT

S. No.	Items Transacted during 60 th AGM	Type of Resolution
	Ordinary Business	
1.	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on 31.03.2025, together with the Directors' Report and the Auditors' Report thereon and Comments of the Comptroller and Auditor General of India.	Ordinary Resolution
2.	To declare final dividend for the financial year ended 31.03.2025.	Ordinary Resolution
3.	To appoint a Director in place of Shri Sanjay Jindal (DIN: 09223617), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
4.	To appoint a Director in place of Shri Atul Gupta (DIN: 09704622), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
5.	To authorize Board of Directors of the Company to fix remuneration of Auditors for the Financial Year 2025-26.	Ordinary Resolution
	Special Business	
6.	To appoint Shri Subhas Balakumar (DIN:10411610) as Director (Projects) of the Company.	Ordinary Resolution
7.	To appoint Shri Rupesh Kumar Singh (DIN:10879433) as Director (HR) of the Company.	Ordinary Resolution
8.	To appoint Shri Deepak Mhaskey (DIN: 09396329) as Non-official Independent Director of the Company.	Special Resolution
9.	To appoint Smt. Karuna Gopal Vartakavi (DIN: 05304803) as Non-official Independent Director of the Company.	Special Resolution
10.	To appoint Shri Mahesh Kumar Goyal (DIN:03153793) as Non-official Independent Director of the Company.	Special Resolution
11.	To appoint Shri Shambhu Nath Keshri (DIN: 11116634) as Non-official Independent Director of the Company.	Special Resolution
12.	To appoint Shri Kapil Verma (DIN: 09056466) as Director (Government Nominee) of the Company.	Ordinary Resolution
13.	To appoint M/s VAP & Associates, Practicing Company Secretaries as Secretarial Auditor of the Company.	Ordinary Resolution

The Chairman then invited the members who have registered as speaker at the Meeting to raise queries on the items covered in the Notice of the Meeting. The queries were then asked which were replied by the Chairman of the Company. Further, the members, in general, expressed their confidence on the Board of Directors and appreciated the Management and working of the Company.

The Chairman then requested members to participate in the e-Voting in respect of all the resolutions, if not casted during remote e-voting process. She announced that e-voting process would continue for next 30 minutes after which the same would be disabled. The result of voting will be announced within two working days of the conclusion of the AGM and the same will be intimated to the stock exchanges and also uploaded on the Company's website and on website of the agency providing e-voting platform i.e. NSDL.

The Chairman informed the members that requisite quorum was present throughout the meeting.

Company Secretary proposed a vote of thanks and the proceedings concluded at 01.07 p.m.

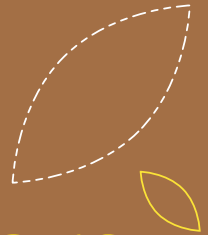
It is hereby confirmed that the meeting was held in compliance with the MCA General Circular No. 09/2024 dated 19.09.2024 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 03.10.2024 and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder and Secretarial Standard-2 issued by ICSI.

For Engineers India Limited

S. K. Padhi
Company Secretary
Membership No. A-12329
E.I Bhawan, 1, Bhikaji Cama Place
New Delhi-110066

Date: 24.09.2025

C&MD's Speech to Shareholders



at the 60th Annual General Meeting

Vartika Shukla

(Chairman and Managing Director)



**Esteemed shareholders,
Ladies and Gentlemen,
Members of the EIL Family,**

On behalf of the Board of Directors, I extend a warm welcome to all at the 60th Annual General Meeting of Engineers India Limited. As we gather to reflect upon the year, I stand before you to convey our collective accomplishments, reaffirm our commitment, and share our vision for the road ahead.

C&MD's Speech to Shareholders

at the 60th Annual General Meeting



A Moment of Reflection and Celebration

This year, your company celebrated its 60 years of dedicated service to the Nation. This milestone reflects EIL's enduring legacy with the trust of our stakeholders and our pivotal role in the indigenization of India's hydrocarbon sector.

Building India's energy infrastructure right from the 200,000 TPA Lube blending plant for Madras Refinery in the year 1965, our entry into petrochemicals with IPCL project in 1967, the first offshore oil terminal and SBM at Gulf of Kutch installed in 1978 to the recent mega projects implementation such as the world's largest single train Dangote Refinery in Nigeria, world scale petrochemical project integration of HMEL at Bhatinda, India's first propylene derivative project of BPCL Kochi, Complex Bottom upgradation facilities for HPCL at Vizag, Indian Oil's refinery expansion project at Panipat, and India's first grassroots integrated refinery cum petrochemical complex for HRRL at Rajasthan, first-of-its-kind Propane Dehydrogenation facility in India For GAIL and Petronet LNG are some of the milestones demonstrating EIL's capabilities in the hydrocarbon sector both in the domestic and international market.

This year, your company celebrated its 60 years of dedicated service to the Nation. This milestone reflects EIL's enduring legacy with the trust of our stakeholders and our pivotal role in the indigenization of India's hydrocarbon sector.

This AGM is, therefore, a commemoration of a journey that belongs not just to your Company, but to the story of modern India.

Today, we have a strong presence in the Middle East, Africa and various parts of the Globe, affirming our capability to deliver world-class projects and services realising our vision "To be a Global Leader Offering Total Energy Solutions for a Sustainable Future".

Economic Environment and Outlook

As we reflect on the year gone by, it is important to place our own performance in the context of India's economy, which, despite multiple headwinds, proved to be resilient. We are proud to be operating in an economy that is robust and continuously growing. India is the fourth largest economy in the globe and is projected to become the third largest by FY2028, with a GDP target of 5 trillion dollars. That is not just a headline; it represents the scale of opportunity in front of us.

EIL's Financial Performance

It gives me immense pleasure to share that, in a global economic environment characterised by dynamic shifts and persistent challenges, your company has once again demonstrated resilience and operational acumen, delivering a robust performance in the financial year 2024-25.

These results are testimonies to the soundness of our strategy for growth, the disciplined execution by our talented teams and our commitment to creating enhanced value for our shareholders.

Our standalone revenue from operations stood at ₹3028.35 Crores. A closer analysis reveals a significant growth in income from our core, high-margin Consultancy and Engineering Contracts segment, which rose to ₹1678.76 Crores, up from ₹1454.29 Crores in the preceding year. The revenue from our Turnkey Contracts segment stood at ₹1349.59 Crores.

This strategic shift has enabled your company to optimise its resource allocation and concentrate on more profitable, asset-light consultancy assignments, which align perfectly with our long-term objectives of margin enhancement and risk mitigation.

Our disciplined approach to cost management and continuous operational improvement is clearly reflected in our profitability metrics. I am delighted to share that our Profit Before Tax (PBT) increased significantly by around 31% to ₹616.73 Crores as compared to FY 2023-24, and Profit after tax for the Year (PAT) increased to ₹465.24 Crores, the highest in the last ten years.

Dividend Declaration

In recognition of our strong performance and in line with our commitment to shared success with you, we are pleased to recommend a final dividend of ₹2 per share on a face value of ₹5 per share, subject to the approval of the shareholders in this AGM. This is in addition to the interim dividend of ₹2 per share already disbursed during the year, bringing the total dividend for FY 2024-25 to ₹4 per share, amounting to a total payout of ₹224.81 Crores.

Business Highlights and Project Execution

It's a matter of great pride on the business front that your company achieved new milestones, including the highest-ever order inflow of ₹8214 Crores and secured ₹1077 Crores order from overseas territories, the highest in the last ten years. This has resulted in your company achieving its highest-ever order book of ₹11700 Crores at the end of the financial year 2024-25.

In the FY 2024-25, the share of EIL's diversified business has increased significantly, with around 35% of the order inflow shared



C&MD's Speech to Shareholders

at the 60th Annual General Meeting

by the infrastructure segment, which includes high-end data centres, state-of-the-art laboratories, and academic complexes, among others.

On the operational front, your company has commissioned two LNG storage tanks at Dahej for Petronet LNG and completed the LNG import terminal at Chhara. The company secured exciting new projects, such as the development of the third jetty for Petronet LNG at Dahej and the expansion of SHELL's LNG facilities.

In the pipeline segment, the company is executing projects for GAIL's Vijaipur Pata pipeline and HPCL's Visakhapatnam Raipur pipeline, along with the ongoing projects for BPCL, GAIL, HRRL and OIL India.

The lube modernisation project for HPCL Mumbai Refinery, the Polypropylene project at NRL, and continued involvement in mega projects like the Rajasthan Refinery (HRRL), Vizag Refinery (HPCL) and Indian Oil's Panipat Refinery etc. are some of the key projects being implemented by your company on the refining front.

In petrochemicals sector, we are entrusted with managing the implementation of Bina Petrochemical expansion project for BPCL, providing PMC services for Indian Oil's Paradip petrochemical complex and execution of Petronet LNG's PDH PP plant at Dahej.

Your company has achieved the highest-ever order inflow of ₹8214 Cr, which includes a ten-year high order secured of ₹1077 Cr from overseas territories. This has resulted in your company achieving its highest-ever order book of ₹11700 Cr at the end of the financial year 2024-25.

Beyond these sectors, our impact extends to new realms. In infrastructure segment, your company is executing the ONGC's convention centre in Goa, Yatri Niwas for Amarnath Yatra in Jammu & Kashmir and contributing to the Shri Ram Temple in Ayodhya. We are involved in executing airport projects in Leh, Nagpur, Noida and Bhogapuram, further attesting to our evolving footprint in the sector.

Your company added another first to its credentials with the successful commissioning of the LPG Cavern Project of HPCL at Mangalore. This prestigious project has once again proven the technical and project management prowess of EIL in the niche segment of underground storage.



Guru Gobind Singh Refinery, Bhatinda, Punjab

C&MD's Speech to Shareholders

at the 60th Annual General Meeting



Also, your company executed a landmark MoU with the Nuclear Power Corporation of India Limited (NPCIL) for providing engineering services towards the conceptual design & development of the Bharat Small Modular Reactor (BSMR) – a project of national importance in advancing India's nuclear energy capabilities.

This partnership with NPCIL supports Gol's vision to accelerate nuclear power, enabling clean, green, and reliable energy to strengthen India's energy security and is a step towards Nuclear Energy Mission for Viksit Bharat, targeting a nuclear power capacity of 100 GW by 2047.

Your company has a clear vision for growth in the UAE. In the past few years, the EIL Abu Dhabi office has undergone significant expansion to support localization efforts and enhance In-Country Value (ICV), enabling it to better serve UAE clients directly from the local office.

Global Projects

Your company has advanced its global footprint as well in the recent years. The successful commissioning and smooth operation of the Dangote Oil Refinery Project in Nigeria, the largest single train refinery in the world, reflects the company's pivotal role in the end to end execution of mega projects overseas, advancing the 'Local to Global' vision of the Honourable Prime Minister of India.

The company is also progressing well on the greenfield refinery project in Mongolia, supported by the Government of India's line of credit. Our footprints extend upto Guyana, with consultancy services for its integrated NGL and power plant; various projects for ADNOC in the UAE, engagements in Algeria with Sonatrach and OXY, in Bahrain with Bapco Refining and in Oman's innovative Jettyless Green Ammonia Transfer System.

Your company has a clear vision for growth in the UAE. In the past few years, the EIL Abu Dhabi office has undergone significant expansion to support localization efforts and enhance In-Country Value (ICV), enabling it to serve UAE clients directly from the local office. Since then, the office has become self-sustained with dedicated resources and facilities.

The work for opening another foreign office of EIL in the Kingdom of Saudi Arabia is already in the advanced stage to tap the business

opportunities from Oil & Gas majors in the region, like Saudi Aramco, signifying EIL's expanding global footprint.

Digitalisation and Technological Innovation

To stay ahead of the technology curve, your Company is proactively taking initiatives in digitalisation, leveraging Artificial Intelligence (AI) and Machine Learning (ML) to enhance operational excellence and cater to the emerging needs of the market.

Technological innovation and providing modular solutions complement our digital technology portfolio, delivering projects with higher quality, shorter timelines, improved safety and a lower carbon footprint.

Sustainability and Net Zero Commitment

Your company is committed to achieving Net Zero carbon emissions (Scopes 1 & 2) by 2035. The company has deployed several initiatives, including the installation of renewable power infrastructure and automated HVAC management systems, among others. With these initiatives, your company has already achieved a 6.2% reduction in Scope 1 & 2 emissions in FY 2024-25 compared to the previous year.

Atmanirbhar Bharat and Localisation Efforts

Your company supported the development of 26 manufacturers across 53 categories under the 'Make in India' and 'Prototype Route' initiatives fully aligned with the Government of India's initiative of 'Atmanirbhar Bharat'.

Your company also procured goods and services worth ₹350.73 Crores from MSEs, pertaining to LSTK/OBE and in-house projects, reflecting the organization's commitment to supplement the Government of India's efforts for the development of MSEs.



Crude Oil Refinery Project, Mongolia



C&MD's Speech to Shareholders

at the 60th Annual General Meeting



Dangote Refinery Project, Nigeria

Our social purpose, too, transcends compliance. Our initiatives included extending critical support to healthcare needs in Khunti and Koraput districts and supporting the Jan Arogyam Community Healthcare Programme in Ghaziabad. In doing so, we are not just investing in resources but also nurturing hope and equity.

Human Capital and Workforce Development

Your company remain committed to inclusion and equality. As of March 31, 2025, we are a family of 2,650 professionals, including 2,372 high-calibre technical experts. Each employee engages in training and development covering both domain-specific and soft skills. Programmes such as 'Shikhar' and 'Aarohan' are building leadership, while specialisation in green energy, project management and digital technologies ensures our workforce remains future-ready. Women constitute about 12% of our

workforce, an encouraging indicator of EIL's DEI initiatives. Welfare, health and engagement sustain an inclusive and nurturing work environment built on mutual respect and empowerment.

CSR and Social Commitment

Our social purpose, too, transcends compliance. Our initiatives included extending critical support to healthcare needs in Khunti and Koraput districts and supporting the Jan Arogyam Community Healthcare Programme in Ghaziabad. In doing so, we are not just investing in resources but also nurturing hope and equity.

Corporate Governance

Upholding the principles of strong leadership and responsible management, your Company is committed to a culture of sound corporate governance. In alignment with SEBI regulations and DPE guidelines, we have established a governance framework that emphasises transparency, accountability and ethical conduct at every level. This framework ensures compliance and supports informed decision-making. Our governance practices help ensure that we stay true to our values, earn the trust of our stakeholders and lead with integrity as we move toward our goals.

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Recognition and Awards

Our efforts have been widely celebrated. Your company earned the IEI Industry Excellence Award and multiple CIDC Vishwakarma Awards, reaffirming its engineering and execution strength. The Governance Now and OIDB Awards demonstrate our leadership in indigenous technology. The Golden Peacock Award for Risk Management and the ICC Award for Corporate Governance recognise our ethical practices. We are also honoured by the Nari Shakti Award and ICC acknowledgement for inclusion of women and the differently abled, true to our inclusive culture.

In addition, your company also won the PMI South Asia Award 2024, the most prestigious project management award in five different categories.

Your company earned the IEI Industry Excellence Award and multiple CIDC Vishwakarma Awards, reaffirming its engineering and execution prowess. The Governance Now and OIDB Awards demonstrate our leadership in indigenous technology.

EIL's Vision for the Future

Over the years, your company has diversified its business in various sectors, including energy-efficient infrastructure, state-of-the-art data centres, LNG terminals, Fertilizers, Ports & Harbours, Mining & Metallurgy and underground storage for crude oil and petroleum products. In a push to expand our horizon of services, we have recently entered the defence production and steel sectors and re-entered the nuclear energy sector.

Your company is committed to assist its clientele in their energy transition journey. Your company is already implementing projects in the areas of 2G Ethanol, Sustainable Aviation Fuel (SAF) and Green Hydrogen and endeavours to drive innovation in sync with the evolution of the global energy landscape and the Government of India's vision to decarbonize the industrial sectors.

Further, your company has forged alliances with reputed industry partners like British Petroleum, ADNOC, and institutes of excellence, such as IITs and CSIR labs, among others, to enhance its business and technology portfolio.

Going forward, your company shall continue to deliver excellence through its committed workforce, reinforcing leadership in its core



Medical Van for extending primary healthcare services to underprivileged people in rural areas around Barmer, Rajasthan



C&MD's Speech to Shareholders

at the 60th Annual General Meeting



EIL & IOCL Teams conferred with OADB Award for the Development of Reference fuels

business segments, scale up in new energy sectors, expanding business in new geographies going local to global, exploring new avenues in high end infrastructure sector, sharpen technological edge, enhance localization, maintain sustainability as integral to strategy, develop a leadership pipeline and uphold the highest standards of governance and ethics.

Closing Remarks

As I conclude, I wish to extend my deepest gratitude to all EILians, serving the company across the country and in different parts of the globe. I believe that our talented workforce is our most valuable asset, a vibrant powerhouse of diverse minds that ignites innovation, propels transformation, and anchors our resilience as we navigate the tides of change.

On behalf of the Board of Directors of your company, I would like to acknowledge the role of the Government of India, particularly our administrative Ministry, The Ministry of Petroleum and Natural Gas. Your oversight, policies, and encouragement have opened avenues for our growth while ensuring that we remain aligned with national priorities.

To our valued shareholders, your confidence in our leadership is invaluable and we remain dedicated to fulfilling our commitments and achieving our collective vision.

Your company is privileged to have earned the enduring trust and support of stakeholders, including regulators, clients,

collaborators, vendors, and many others who have played a crucial part in EIL's performance this year.

Together, we stand stronger, move forward with purpose, and prepare EIL to continue benefiting from its invaluable partnerships in building and sustaining this exemplary institution of national pride.

Thank you, Ladies and Gentlemen. Jai Hind! Jai EIL!

Vartika Shukla

(Chairman and Managing Director)



इंजीनियर्स
इंडिया लिमिटेड

ENGINEERS
INDIA LIMITED
 (भारत सरकार का उपक्रम) (A Govt. of India Undertaking)

Delivering Excellence through People

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