



## **Shreyans Jain & Co.**

Company Secretaries

**Off:** 603, Ashok Heights, Opp. Saraswati Apartments, Near Nicco Circle,  
Niklaswadi Road, Gundavali, Andheri (E), Mumbai - 400069, Maharashtra.  
**Tel:** 022 – 4600 2079; **Web:** [www.sjcocs.com](http://www.sjcocs.com) ; **Email:** [shreyanscs@gmail.com](mailto:shreyanscs@gmail.com)

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### **CONSOLIDATED REPORT OF THE SCRUTINIZER**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies  
(Management and Administration) Rules, 2014 as amended from time to time]

**To,**  
**The Chairman of 35<sup>th</sup> Annual General Meeting of,**  
**Infra Industries Limited,**  
Plot No. 4 and 5, Survey No. 43(pt) to 47(pt)  
Karambeli, Industrial Area Arav, Ransai,  
Pen, Raigad 402107, Maharashtra.

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Dear Sir,

The Board of Directors of **Infra Industries Limited** (“**Company**”) at its meeting held on 06<sup>th</sup> August, 2024 had approved to provide the facility for voting by Shareholders through electronic mode, for the items set out in the Notice of 35<sup>th</sup> Annual General Meeting held on Friday, 27<sup>th</sup> September, 2024 (“**AGM**”) of the Company in terms of provisions of Section 108 of the Companies Act, 2013 (“**Act**”) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (“**Rules**”) read along with General Circular No. 14/2020, 17/2020, 20/2020, 22/2020, 33/2020, 39/2020, 02/2021, 02/2022, 10/2022, 09/2023 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 5<sup>th</sup> May, 2020, 15<sup>th</sup> June, 2020, 28<sup>th</sup> September, 2020, 31<sup>st</sup> December, 2020, 13<sup>th</sup> January, 2021, 5<sup>th</sup> May, 2022, 28<sup>th</sup> December, 2022 and 25<sup>th</sup> September, 2023 respectively issued by Ministry of Corporate Affairs (**MCA**) (hereinafter referred to as “**MCA Circulars**”), read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5<sup>th</sup> January, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7<sup>th</sup> October, 2023 (hereinafter referred to as “**SEBI Circulars**”) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), to determine the result of the voting on resolutions set out in the Notice of AGM.

I, CS Shreyans Jain, proprietor of Shreyans Jain & Co, Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of Company to scrutinize the voting by Shareholders through Remote e-voting and E-voting at the AGM in terms of the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) in a fair and transparent manner for the resolution(s) as contained in the Notice of the said AGM. I am pleased to submit my report as under, which is comprehensive and self-explanatory in all respects.

#### **Management’s Responsibility:**

The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder; the MCA Circulars; the SEBI Circulars; and Listing Regulations pertaining to remote e-voting and e-voting during the AGM on the resolutions contained in the Notice of the AGM.



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### **Scrutinizer's Responsibility:**

My responsibility as a scrutinizer for the voting through electronic means i.e. by remote e-voting and e-voting at the AGM is to make a Consolidated Scrutinizer's report of the total votes cast, votes cast in favour and against including the details of invalid votes, if any, on the resolutions contained in the Notice of AGM, based on the reports generated from the e-voting platform i.e. <https://evoting.purvashare.com> provided by Purva Sharegistry (India) Private Limited ("Purva"), the authorised agency to provide e-voting facilities, engaged by the Company.

### **Dispatch of Notice Convening the Meeting:**

Pursuant to MCA Circulars and SEBI Circulars, the Notice dated 06<sup>th</sup> August, 2024 convening the 35<sup>th</sup> Annual General Meeting of the Company held on Friday, 27<sup>th</sup> September, 2024 along with explanatory statement setting out material facts under Section 102 of the Act was sent to the Members of the Company through electronic mode on 04<sup>th</sup> September, 2024.

### **Cut-off Date:**

The Shareholders of the Company as on Friday, 20<sup>th</sup> September, 2024, being the cut-off as set out in the Notice were entitled to vote on the Resolutions (item nos. 1 & 2 as set out in the Notice convening the AGM).

### **Remote E-Voting:**

The Company has engaged Purva as an agency for providing the remote e-voting platform.

The remote e-voting period commenced on Tuesday, 24<sup>th</sup> September, 2024 at 9:00 a.m. I.S.T. and concluded on Thursday, 26<sup>th</sup> September, 2024 at 5:00 p.m. I.S.T. on Purva e-voting platform.

### **E-Voting Process during the AGM:**

- i. The Company had extended the facility of e-voting at the AGM for the Shareholders who had not casted their vote during the remote e-voting period.
- ii. As prescribed under Rules, for the purpose of ensuring that Shareholders who have casted their votes through remote e-voting before the AGM do not vote again during the AGM, the Scrutinizer had access, after closure of period of remote e-voting and before the start of AGM, to only such details pertaining to Shareholders who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted. Accordingly, Purva, the e-voting agency provided us with the names, DP ID / Folio numbers and shareholding of the Shareholders who have cast their votes through remote e-voting after my validation on the e-voting platform.



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I have obtained complete record of votes cast by remote e-voting and e-voting during the meeting from Purva e-voting portal which was unblocked after the conclusion of AGM in the presence of two witnesses viz., Ms. Yallama Pawar and Mr. Riddhesh Jain who are not in the employment of the Company and who have signed below in confirmation of the votes being unblocked in their presence.

### Results:

The details containing *interalia*, list of Equity Shareholders, who voted "for" or "against" or whose votes were considered as invalid on each of the resolutions that were put to vote, were generated from the e-voting platform of Purva. Taking into account the report from Purva e-voting portal through remote e-voting and e-voting during the meeting the consolidated results with respect to each item on the agenda as set out in the Notice of the AGM is enclosed.

### Recommendation:

- Based on the aforesaid results, the Ordinary Resolutions as contained in item no. 1 & 2 of the Notice of AGM have been passed / approved with requisite majority by the shareholders of the company.

Thanking You,  
Yours faithfully,

SHREYA  
NS JAIN

Digitally signed  
by SHREYANS  
JAIN  
Date: 2024.09.27  
18:33:29 +05'30'

CS Shreyans Jain  
Practicing Company Secretary  
FCS 8519 / C.P. No. 9801  
UDIN: F008519F001349529

Date: Mumbai  
Place: 27-09-2024

We, the undersigned witnesses, confirm that the votes were unblocked from e-voting platform of Purva in our presence on Friday, 27<sup>th</sup> September, 2024 after the conclusion of the AGM.

  
Ms. Yallama Pawar

  
Mr. Riddhesh Jain



## SHREYANS JAIN & CO.

### Company Secretaries

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#### ITEM No. 1

| Resolution required:<br>(Ordinary Resolution) | Adoption of Annual Audited Standalone together with the Reports of the Board of Directors and Auditors thereon for the financial year ended 31st March, 2024. |                   |                  |                         |                   |                  |                |                   |                  |                   |
|-----------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------|------------------|-------------------------|-------------------|------------------|----------------|-------------------|------------------|-------------------|
|                                               | VALID VOTES                                                                                                                                                   |                   |                  |                         |                   | INVALID VOTES    |                |                   |                  |                   |
|                                               | VOTING IN FAVOUR (ASSENT)                                                                                                                                     |                   |                  | VOTED AGAINST (DISSENT) |                   |                  |                |                   |                  |                   |
| MODE OF VOTING                                | No. of Ballots                                                                                                                                                | No. of Votes Cast | % of Valid Votes | No. of Ballots          | No. of Votes Cast | % of Valid Votes | No. of Ballots | No. of Votes Cast | % of Valid Votes | No. of Votes Cast |
| REMOTE E-VOTING                               | 18                                                                                                                                                            | 41,50,017         | 99.99995%        | 2                       | 2                 | 0.00005%         |                |                   | 0                | 0                 |
| E-VOTING DURING AGM                           | 0                                                                                                                                                             | 0                 | 0.0000%          | 0                       | 0                 | 0.0000%          |                |                   | 0                | 0                 |
| TOTAL                                         | 18                                                                                                                                                            | 41,50,017         | 99.99995%        | 2                       | 2                 | 0.00005%         |                |                   | 0                | 0                 |

#### ITEM No. 2

| Resolution required:<br>(Ordinary Resolution) | To appoint Mr. Gaurishankar Jhalani (DIN: 00126216), who retires by rotation and being eligible offers himself for re-appointment |                   |                  |                         |                   |                  |                |                   |                  |                   |
|-----------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------|-------------------|------------------|-------------------------|-------------------|------------------|----------------|-------------------|------------------|-------------------|
|                                               | VALID VOTES                                                                                                                       |                   |                  |                         |                   | INVALID VOTES    |                |                   |                  |                   |
|                                               | VOTING IN FAVOUR (ASSENT)                                                                                                         |                   |                  | VOTED AGAINST (DISSENT) |                   |                  |                |                   |                  |                   |
| MODE OF VOTING                                | No. of Ballots                                                                                                                    | No. of Votes Cast | % of Valid Votes | No. of Ballots          | No. of Votes Cast | % of Valid Votes | No. of Ballots | No. of Votes Cast | % of Valid Votes | No. of Votes Cast |
| REMOTE E-VOTING                               | 18                                                                                                                                | 41,50,017         | 99.99995%        | 2                       | 2                 | 0.00005%         |                |                   | 0                | 0                 |
| E-VOTING DURING AGM                           | 0                                                                                                                                 | 0                 | 0.0000%          | 0                       | 0                 | 0.0000%          |                |                   | 0                | 0                 |
| TOTAL                                         | 18                                                                                                                                | 41,50,017         | 99.99995%        | 2                       | 2                 | 0.00005%         |                |                   | 0                | 0                 |