



AN ISO 9001 : 2015  
certified company

# SIMPLEX INFRASTRUCTURES LIMITED

REGD. OFFICE :

'SIMPLEX HOUSE' 27, SHAKESPEARE SARANI, KOLKATA-700 017 (INDIA)  
PHONES : +91 33 2301-1600, FAX : +91 33 2289-1468  
E-mail : simplexkolkata@simplexinfra.com, Website : www.simplexinfra.com  
CIN No. L45209 WB 1924 PLC 004969

RefNo. 01/CS/SE/001/ 95142

Date: 23<sup>rd</sup> September, 2024

The Secretary  
National Stock Exchange of India Limited  
5<sup>th</sup> Floor, Exchange Plaza  
Bandra Kurla Complex  
Bandra East, Mumbai – 400 051

The Secretary  
The Calcutta Stock Exchange Ltd  
7, Lyons Range  
Kolkata – 700 001

The Secretary  
BSE Limited  
1<sup>st</sup> Floor, New Trade Ring  
Rotunda Building  
Phiroze JeeJeebhoy Towers  
Dalal Street, Mumbai – 400 001

**Subject:** Submission of Consolidated Report of the Scrutinizer along with voting results on Resolution passed at the 106<sup>th</sup> Annual General Meeting of the Members of the Company held on 21<sup>st</sup> September, 2024 through Video Conferencing / Other Audio Visual Means

Dear Sir,

We wish to inform you that the 106<sup>th</sup> Annual General Meeting (AGM) of the Members of Simplex Infrastructures Limited was held through Video Conferencing / Other Audio Visual Means. We are forwarding here with Consolidated Report of the Scrutinizer along with voting results on the Resolutions passed at the 106<sup>th</sup> AGM in compliance with provisions of section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015.

This is for your information and record.

Thanking You.

For Simplex Infrastructures Limited

**B. L. Bajoria**  
Sr. Vice President & Company Secretary

BRANCHES : "HEMKUNTH" 4TH FLOOR, 89, NEHRU PLACE, NEW DELHI-110 019 ☎ : (011) 4944-4200, FAX : (011) 2646-5869

● HEAVITREE COMPLEX, 1ST FLOOR, UNIT-C, NEW DOOR NO. 47, SPURTANK ROAD, CHETPET, CHENNAI-600 031 ☎ : (044) 4287-6129

# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practising Company Secretary



# A. K. LABH & Co.

**Company Secretaries**

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

## **CONSOLIDATED SCRUTINIZER'S REPORT**

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

**The Chairman  
of the 106<sup>th</sup> Annual General Meeting of  
Simplex Infrastructures Limited  
"Simplex House"  
27, Shakespeare Sarani  
Kolkata - 700 017**

*Dear Sir,*

I, Atul Kumar Labh, Practising Company Secretary (FCS - 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the 106<sup>th</sup> Annual General Meeting ("AGM") of the members of "*Simplex Infrastructures Limited*" ("*Company*") held on Saturday, the 21<sup>st</sup> day of September, 2024 at 02:00 P.M. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in terms of MCA Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 02/2021 dated 13th January, 2021, 19/2021 dated 8th December, 2021, 21/2021 dated 14th December, 2021, 02/2022 dated 5th May, 2022, 10/2022 dated 28th December, 2022 and 09/2023 dated 25th September, 2023 (collectively referred as "MCA Circulars") for the purpose of scrutinizing the electronic voting ("e-voting") process through remote e-voting and e-voting at the AGM in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and the Rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the Notice of the AGM dated the 14<sup>th</sup> day of August, 2024. My responsibility as a scrutinizer for remote e-voting and e-voting at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of National Securities Depository Limited ("NSDL"), the agency engaged by the Company to provide the facilities for both remote e-voting and e-voting at the AGM.



Atul Kumar Labh  
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# A. K. LABH

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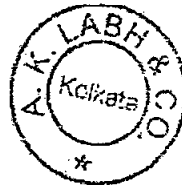
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I submit my report as under:

1. The remote e-voting period remained open from 09:00 A.M. IST on Tuesday, the 17<sup>th</sup> day of September, 2024 up to 5:00 P.M. IST on Friday, the 20<sup>th</sup> day of September, 2024.
2. The shareholders holding shares as on the "cut off" date, i.e. the 14<sup>th</sup> day of September, 2024 were entitled to vote on the proposed 4 (Four) resolutions as mentioned in the Notice of the AGM dated the 14<sup>th</sup> day of August, 2024.
3. The Company had also provided e-voting facility at the AGM to enable the shareholders attending the AGM through VC / OAVM to cast the votes in case the same had not been cast by them through remote e-voting.
4. The votes were unblocked on Saturday, the 21<sup>st</sup> day of September, 2024 around 03:00 P.M. IST after the completion of the AGM in the presence of two witnesses, namely, Mr. Rohit Kumar, residing at Basundhara Apartment, Flat No. 6, 3rd Floor, 1 No. Airport, North 24 Parganas, Kolkata - 700079 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata - 700060, who are not in employment of the Company.
5. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
6. The combined result of the remote e-voting and e-voting at the AGM [EVEN : 130243] are as under:



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# A. K. LABH

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## <A> ORDINARY BUSINESS:

### a) Resolution 1

*Adoption of Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2024 and the Reports of the Board of Directors and Auditors thereon*

(i) Voted in favour of the Resolution:

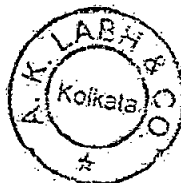
Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	85	31389825	
E-voting at AGM	1	8400	
<b>Total</b>	<b>86</b>	<b>31398225</b>	<b>99.9998%</b>

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	8	49	
E-voting at AGM	0	0	
<b>Total</b>	<b>8</b>	<b>49</b>	<b>0.0002%</b>

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



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# A. K. LABH

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## b) Resolution 2

*Appointment of Mr. Shamik Dasgupta (DIN: 01127296), who retires by rotation and being eligible, offers himself for re-appointment*

(i) *Voted in favour of the Resolution:*

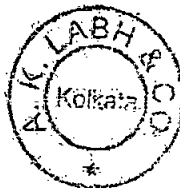
Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	82	31388980	
E-voting at AGM	1	8400	
<b>Total</b>	<b>83</b>	<b>31397380</b>	<b>99.9972%</b>

(ii) *Voted against the Resolution:*

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	11	894	
E-voting at AGM	0	0	
<b>Total</b>	<b>11</b>	<b>894</b>	<b>0.0028%</b>

(iii) *Invalid Votes:*

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



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# A. K. LABH

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## <B> SPECIAL BUSINESS:

### c) Resolution 3 : Ordinary Resolution

*Ratification of remuneration of M/s. Mukesh Kumar & Associates, Cost Accountants (Firm Registration No. 00140), Cost Auditors of the Company, for the Financial Year 2024-25*

#### (i) Voted in favour of the Resolution:

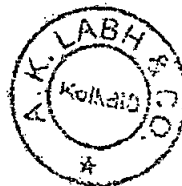
Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	83	31389050	
E-voting at AGM	1	8400	
<b>Total</b>	<b>84</b>	<b>31397450</b>	<b>99.9974%</b>

#### (ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	10	824	
E-voting at AGM	0	0	
<b>Total</b>	<b>10</b>	<b>824</b>	<b>0.0026%</b>

#### (iii) Invalid Votes:

Total number of members whose votes were declared Invalid	Total number of votes cast by them
0	0



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# A. K. LABH

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Practising Company Secretary



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## d) Resolution 4 : Special Resolution

*Re-appointment of Mr. Sukumar Dutta (DIN: 00062827), as a Whole-time Director of the Company for a period of 1 year w.e.f. from 1st September, 2024*

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	81	31388480	
E-voting at AGM	1	8400	
<b>Total</b>	<b>82</b>	<b>31396880</b>	<b>99.9972%</b>

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	11	894	
E-voting at AGM	0	0	
<b>Total</b>	<b>11</b>	<b>894</b>	<b>0.0028%</b>

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



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# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practising Company Secretary



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7. All the resolutions proposed hereinabove have been passed with requisite majority.
8. The electronic data and e-voting registers shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping.

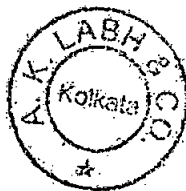
Thanking You,

Yours truly

For **A. K. LABH & Co.**

*Company Secretaries*

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Date: 2024.09.23  
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**(CS A. K. LABH)**

*Practicing Company Secretary*

FCS - 4848 / CP No. - 3238

UIN : S1999WB026800

PRCN : 1038/2020

UDIN : F004848F001284027

Place : Kolkata

Dated : 23-09-2024





# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
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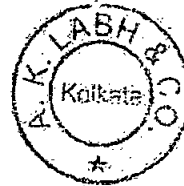
Website : www.aklabh.com

*Witness:*

1. Rohit Kumar

(Rohit Kumar)

Basundhara Apartment, Flat No. 6, 3<sup>rd</sup> Floor  
1 No. Airport, North 24 Parganas  
Kolkata - 700079



2.

(Anushree Dasgupta)

28/N, Dwijen Mukherjee Road, Behala  
Kolkata - 700060

Received the Report of the Scrutinizer  
For Simplex Infrastructures Limited

(B. L. Bajoria)

Sr. Vice President &  
Company Secretary

Mem. No. - FCS 3020





AN ISO 9001 : 2015  
certified company

# SIMPLEX INFRASTRUCTURES LIMITED

REGD. OFFICE :

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E-mail : simplexkolkata@simplexinfra.com, Website : www.simplexinfra.com  
CIN No. L45209 WB 1924 PLC 004969

106<sup>th</sup> Annual General Meeting of the Company held on Saturday, 21<sup>st</sup> September, 2024

## Declaration of Results of remote E-Voting & E-Voting at AGM

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Amendment Rules, 2015, the results as per Scrutinizer's report dated 23rd September, 2024 is as follows:

Resolution No.	Resolution proposed	Type of Resolution Ordinary / Special	Votes For and %*	Votes Against and %*	Invalid Votes	Resolution Carried Unanimously / by majority
<b>Ordinary Business:</b>						
1.	Adoption of Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2024 and the Reports of the Board of Directors and Auditors thereon.	Ordinary	31398225 99.9998%	49 0.0002%	0	Requisite Majority
2.	Appoint a Director in place of Mr. Shamik Dasgupta (DIN: 01127296), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	31397380 99.9972%	894 0.0028%	0	Requisite Majority
<b>Special Bussiness:</b>						
3.	Ratification of remuneration of M/s. Mukesh Kumar & Associates, Cost Accountants (Firm Registration No. 00140), Cost Auditors of the Company, for the Financial Year 2024-25	Ordinary	31397450 ✓ 99.9974%	824 ✓ 0.0026%	0	Requisite Majority
4.	Re-appointment of Mr. Sukumar Dutta (DIN: 00062827), as a Whole-time Director of the Company for a period of 1 year w.e.f. 1 <sup>st</sup> September 2024	Special	31396880 99.9972%	894 0.0028%	0	Requisite Majority

Based on the Report of the Scrutinizer, all the Resolutions, as set out in the Notice of the 106<sup>th</sup> Annual General Meeting have been passed by the Shareholders.

For SIMPLEX INFRASTRUCTURES LIMITED

  
B.L. BAJORIA

SR. VICE PRESIDENT & COMPANY SECRETARY

Date: 23.09.2024  
Place: Kolkata

BRANCHES : "HEMKUNTH" 4TH FLOOR, 89, NEHRU PLACE, NEW DELHI-110 019 ☎ : (011) 4944-4200, FAX : (011) 2646-5869

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