

20<sup>th</sup> December, 2024

To,

**National Stock Exchange**

Exchange Plaza,

Plot No. C/1, G Block,

Bandra (E), Mumbai-400051

**(NSE Scrip Code: SPMLINFRA)**

**BSE Limited**

Phiroze Jeejeebhoy Towers

Dalal Street,

Mumbai-400001

**(BSE Scrip Code: 500402)**

**Sub: Submission of Scrutinizer's Report**

Dear Sirs,

With reference to the captioned subject and in furtherance to our letter dated 18<sup>th</sup> November, 2024, regarding Notice of Postal Ballot dated 15<sup>th</sup> November, 2024 issued to the members of SPML Infra Limited seeking their approval by way of postal ballot through electronic voting ("remote e-voting") for resolutions provided therein, we would like to inform you that remote e-voting period for the postal ballot was concluded on Thursday, 19<sup>th</sup> December, 2024 at 5.00 PM (IST) and Mr. Tumul Maheshwari, Company Secretary in Practice, Scrutinizer of the Company has submitted his report on the e-voting results to the Company on 20<sup>th</sup> December, 2024.

As per the scrutinizer's Report resolution have been approved and passed by the shareholders with requisite majority on 19<sup>th</sup> December, 2024, i.e. the last date of remote e-voting.

Further, in terms of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 and Rule framed thereunder, we are submitting herewith the Report of the Scrutinizer Mr. Tumul Maheshwari.

The results of the postal ballot along with the scrutinizer report shall be hosted on the website of the Company at [www.spml.co.in](http://www.spml.co.in) and on the website of the NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

You are requested to take the above on record.

Thanking you,

Yours faithfully,

**For SPML Infra Limited**

Swati  
Agarwal

Digitally signed  
by Swati Agarwal  
Date: 2024.12.20  
15:56:58 +05'30'

**Swati Agarwal**

Company Secretary

Enc.: a/a

**SPML INFRA LIMITED**

22, Camac Street, Block-A, 3rd Floor, Kolkata- 700 016

Ph: +91 33 4009 1200 | Fax: +91 33 4009 1303

E-mail: [info@spml.co.in](mailto:info@spml.co.in) | Website: [www.spml.co.in](http://www.spml.co.in)

CIN: L40106DL1981PLC012228

Regd. Office: F-27/2, Okhla Industrial Area, Phase-II New Delhi-110020



## MT & Co.

Company Secretaries

35/2, Street No. 6, Friends Colony Industrial Area, Shahdara, Delhi-110095

Phone No.22582283, Mobile No.9899697330

Email:tumul11@gmail.com

### CONSOLIDATED SCRUTINIZER'S REPORT FOR VOTING FOR POSTAL BALLOT THROUGH ELECTRONIC MEANS

To,  
The Chairman,  
SPML Infra Limited,  
F 27/2, Okhla Industrial Area, Phase II,  
New Delhi-110020

Ref: Postal Ballot Notice dated 15<sup>th</sup> November, 2024 as circulated to the Equity Shareholders of SPML Infra Limited for passing proposed resolutions in the aforesaid notice through "Remote e-voting process".

Dear Sir,

I, Tumul Maheshwari, Practicing Company Secretary having office at 35/2, Street No. 6, Friends Colony Industrial Area, Shahdara, Delhi-110095 have been appointed as Scrutinizer Pursuant to the Resolution passed by the Board of SPML Infra Limited, (hereinafter referred to as the "Company") on 15<sup>th</sup> November, 2024, for the purpose of scrutinizing the remote e-voting process taken pursuant to section 108 of the Companies Act, 2013 and rule 20(3) of the Companies (Management and Administration) Rules, 2014. I, also state that I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

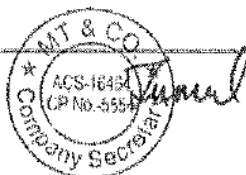
M/s. Maheshwari Datamatics Private Limited is the Registrar and Share Transfer Agent (RTA) of the Company and M/s. National Securities Depository Limited (NSDL) is the Service Provider for providing the facility of electronic voting to the shareholders of the Company.

The Service Provider has devised a system for recording the votes of shareholders electronically through remote e-voting process on all the items of the businesses sought to be transacted in the Postal Ballot Notice dated 15<sup>th</sup> November, 2024 as circulated by the Company, through their website <https://evoting.nsdl.com>.

The Company has sent the Notice of Postal Ballot to 13067 no. of Shareholders electronically, only through email, whose email ids were registered in the record of Company/ RTA/ Depository, out of total no. of 14041 Shareholders as on the cut-off date i.e. 15<sup>th</sup> November 2024. The dispatch of notice was completed on 18<sup>th</sup> November, 2024. The notices which were sent contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Cut-off date for the purposes of identifying the shareholders who were entitled to vote on the resolutions placed for approval of the shareholders was 15<sup>th</sup> November, 2024. As

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prescribed in the Rules, the Company also released an advertisement, which was published in the English and vernacular language newspaper viz. Business Standard (English and Hindi), carrying the required information as specified in the rules. As prescribed in the aforesaid Rules, the remote e-Voting facility was kept open from Wednesday, the 20<sup>th</sup> November, 2024 at 09:00 A.M. and ends on Thursday, 19<sup>th</sup> December, 2024, at 05:00 P.M. At the end of the voting period on Thursday, 19<sup>th</sup> December, 2024, at 05:00 P.M., the portal of the Service Provider was blocked forthwith. On Friday, 20<sup>th</sup> December, 2024, after the end of the Postal Ballot voting period, votes cast through remote e-Voting facility was duly unblocked by me as a Scrutinizer in the presence of two witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20.

The management of the Company is responsible to ensure that compliance, with the requirement of the Companies Act, 2013 and rules made thereunder, relating to voting through electronic means. My responsibility as a scrutinizer for the remote e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution and "invalid" and "abstained" votes, based on the reports generated from remote e-voting process system provided by National Securities Depository Limited.

As a Scrutinizer the report of the e-Voting carried out by the shareholders was duly compiled, the details of which are as follows:

There were 120 shareholders holding 2,26,41,304 equity shares of the Company, who have participated in the voting process for the Postal Ballot through Remote e-Voting.

The result of e-voting is as under-

**Resolution 1**

Appointment of Mr. Mahendra Pal Singh (DIN: 10782709) as an Independent Director of the Company (Special Resolution).

(i) Voted In favour of the resolution:

Number of members voted in Remote E-voting	Number of votes cast in Remote E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	Total votes	%
90	22641195	0	0	22641195	100

(ii) Voted against the resolution:

Number of members voted in Remote E-voting	Number of votes cast in Remote E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	Total Votes	%
30	109	0	0	109	0

(iii) Invalid votes:

Number of	Number of	Number of	Number of	Total	%



members voted in Remote E-voting	votes cast in Remote E-voting	members voted in person / proxy through Ballot	votes cast	Votes	
0	0	0	0	0	0

**Resolution 2**

Appointment of Mrs. Neeta Karmakar (DIN: 08730604) as an Independent Director of the Company (Special Resolution).

(i) Voted in favour of the resolution:

Number of members voted in Remote E-voting	Number of votes cast in Remote E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	Total votes	%
90	22641195	0	0	22641195	100

(ii) Voted against the resolution:

Number of members voted in Remote E-voting	Number of votes cast in Remote E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	Total Votes	%
30	109	0	0	109	0

(iii) Invalid votes:

Number of members voted in Remote E-voting	Number of votes cast in Remote E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	Total Votes	%
0	0	0	0	0	0

**Resolution 3**

Appointment of Mr. Tharuvai Venugopal Rangaswami (DIN: 01957380) as Nominee Director of the Company (Special Resolution).

(i) Voted in favour of the resolution:

Number of members voted in Remote E-voting	Number of votes cast in Remote E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	Total votes	%
90	22641195	0	0	22641195	100

(ii) Voted against the resolution:

Number of	Number of	Number of	Number of	Total	%



members voted in Remote E-voting	votes cast in Remote E-voting	members voted in person / proxy through Ballot	votes cast	Votes	
30	109	0	0	109	0

(iii) Invalid votes:

Number of members voted in Remote E-voting	Number of votes cast in Remote E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	Total Votes	%
0	0	0	0	0	0

On the basis of results of remote e-voting process as above, all the Resolution proposed in the Postal Ballot notice dated 15<sup>th</sup> November, 2024 as circulated by the Company to its shareholders, have been passed with the requisite majority.

Results of the above voting process may be declared by the Chairman/Authorised person of the Company accordingly.

I, hereby confirm that the relevant records pertaining to the e-voting conducted for the Postal Ballot were handed over to the Chairman of the Company for safe-keeping.

**Restrictions on use**

The report has been issued at the request of the Company for, (i) submission to the Stock Exchanges, (ii) to be placed on the website of the Company and (iii) website of the NSDL/RTA. This report is not to be used for any other purpose or to be distributed to any other party. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior permission.

Thanking you,

Yours faithfully,

Date: 20/12/2024

Place: Delhi

UDIN No. A016464F003438751

For MT & Co.  
Company Secretaries

ACS-18451  
CP No. 5554  
(Tumul Maheshwari)

Proprietor

C.P. No.5554

PR-1749/2022

WITNESS 1 Name: PAYAL MAHESHWARI

Sign: Payal Maheshwari

WITNESS 2 Name: ANMOL

Sign: Anmol

CHAIRMAN/AUTHORISED PERSON

Swati Agarwal

