



July 30, 2024

To,

BSE Limited Phiroze Jeejebhoy Towers Dalal Street Mumbai - 400 001 Scrip Code (BSE): 543994	National Stock Exchange of India Limited “Exchange Plaza” Bandra-Kurla Complex, Bandra (East) Mumbai - 400051 Symbol: JSWINFRA
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Dear Sir,

Sub: Voting Results under Regulation 44(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 & Consolidated Scrutinizer’s Report

We wish to inform you that the 18th Annual General Meeting of the Company was held on Monday, 29th July, 2024 2024 at 11.00 am IST through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”). In this regard, please find enclosed the following:

1. Voting results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure I**
2. Consolidated Scrutinizer’s Report dated 29th July, 2024, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 as **Annexure II**.

All the resolutions set out in the Notice dated June 27, 2024 convening the 18th Annual General Meeting have been passed with requisite majority.



JSW INFRASTRUCTURE LTD.

Regd. Office: JSW Centre,
Bandra Kurla Complex, Bandra (East)
Mumbai – 400 051.
Phone : 022-42861000
Fax : 022-42863000
CIN: L45200MH2006PLC161268
Website: www.jsw.in
Email id: infra.secretarial@jsw.in

The Voting Results alongwith the Consolidated Scrutinizer's Report is available on the Company's website at www.jsw.in and on the website of Kfin Technologies Limited at www.kfintech.com.

The above is for your information and record.

Thanking you,

Yours sincerely,

For **JSW Infrastructure Limited**

Gazal Qureshi

Company Secretary and Compliance Officer

Cc:

India International Exchange (IFSC) Limited

Unit No. 101, 1st Floor, Signature Building No. 13B, Road 1C

Zone 1, Gift SEZ, Gift City

Gandhinagar- 382355

Annexure I

Voting results	
Record date	22-07-2024
Total number of shareholders on record date	421423
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	4
b) Public	85
No. of resolution passed in the meeting	5

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of the Annual Audited Financial Statements and Reports thereon				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		1797865500	99.9989	1797865500	0	100.0000	0.0000
	Poll	1797885503	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1797885503	1797865500	99.9989	1797865500	0	100.0000	0.0000
Public-Institutions	E-Voting		107289764	74.6343	107289764	0	100.0000	0.0000
	Poll	143753912	12870030	8.9528	12870030	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	143753912	120159794	83.5871	120159794	0	100.0000	0.0000
Public- Non Institutions	E-Voting		2343534	1.4799	2340526	3008	99.8716	0.1284
	Poll	158362152	1720110	1.0862	1720110	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	158362152	4063644	2.5660	4060636	3008	99.9260	0.0740
Total		2100001567	1922088938	91.5280	1922085930	3008	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare dividend on the equity shares of the Company for the financial year ended March 31, 2024				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		1797865500	99.9989	1797865500	0	100.0000	0.0000
	Poll	1797885503	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1797885503	1797865500	99.9989	1797865500	0	100.0000	0.0000
Public- Institutions	E-Voting		107289764	74.6343	107289764	0	100.0000	0.0000
	Poll	143753912	12870030	8.9528	12870030	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	143753912	120159794	83.5871	120159794	0	100.0000	0.0000
Public- Non Institutions	E-Voting		2343541	1.4799	2340527	3014	99.8714	0.1286
	Poll	158362152	1720110	1.0862	1720110	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	158362152	4063651	2.5660	4060637	3014	99.9258	0.0742
Total		2100001567	1922088945	91.5280	1922085931	3014	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Lalit Singhvi (DIN: 05335938) who retires by rotation and being eligible, offers himself for reappointment				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		1797865500	99.9989	1797865500	0	100.0000	0.0000
	Poll	1797885503	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1797885503	1797865500	99.9989	1797865500	0	100.0000	0.0000
Public- Institutions	E-Voting		107289764	74.6343	93390617	13899147	87.0452	12.9548
	Poll	143753912	12870030	8.9528	12870030	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	143753912	120159794	83.5871	106260647	13899147	88.4328	11.5672
Public- Non Institutions	E-Voting		1554386	0.9815	1550684	3702	99.7618	0.2382
	Poll	158362152	1636660	1.0335	1627382	9278	99.4331	0.5669
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	158362152	3191046	2.0150	3178066	12980	99.5932	0.4068
Total		2100001567	1921216340	91.4864	1907304213	13912127	99.2759	0.7241
Whether resolution is Pass or Not.							Yes	

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Increase in borrowing limits of the Company under Section 180(1)(c) of the Companies Act, 2013.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		1797865500	99.9989	1797865500	0	100.0000	0.0000
	Poll	1797885503	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1797885503	1797865500	99.9989	1797865500	0	100.0000	0.0000
Public- Institutions	E-Voting		107289764	74.6343	107289764	0	100.0000	0.0000
	Poll	143753912	12870030	8.9528	12870030	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	143753912	120159794	83.5871	120159794	0	100.0000	0.0000
Public- Non Institutions	E-Voting		2342486	1.4792	2337625	4861	99.7925	0.2075
	Poll	158362152	1720110	1.0862	1720070	40	99.9977	0.0023
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	158362152	4062596	2.5654	4057695	4901	99.8794	0.1206
Total		2100001567	1922087890	91.5279	1922082989	4901	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Creation of Charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings- under Section 180 (1)(a) of the Companies Act, 2013				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		1797865500	99.9989	1797865500	0	100.0000	0.0000
	Poll	1797885503	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1797885503	1797865500	99.9989	1797865500	0	100.0000	0.0000
Public- Institutions	E-Voting		107289764	74.6343	107289764	0	100.0000	0.0000
	Poll	143753912	12870030	8.9528	12870030	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	143753912	120159794	83.5871	120159794	0	100.0000	0.0000
Public- Non Institutions	E-Voting		2343465	1.4798	2338836	4629	99.8025	0.1975
	Poll	158362152	1720110	1.0862	1720070	40	99.9977	0.0023
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	158362152	4063575	2.5660	4058906	4669	99.8851	0.1149
Total		2100001567	1922088869	91.5280	1922084200	4669	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	

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SUNIL AGARWAL & Co.
Company Secretaries

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 the 18th Annual General Meeting/ Company Secretary,
JSW Infrastructure Limited
JSW Centre, Bandra Kurla Complex,
Bandra East, Mumbai – 400 051

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting through Insta Poll of the members of JSW Infrastructure Limited at the Eighteenth Annual General Meeting (AGM) held on 29th July 2024 at 11.00 a.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM), pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with MCA Circulars and SEBI Circulars, issued thereunder.

I, Sunil Agarwal, Proprietor of Sunil Agarwal & Co., Company Secretaries, have been appointed by the Board of Directors of **JSW Infrastructure Limited** ("Company") as Scrutinizer for the purpose of:

- i. Scrutinizing the remote e-voting process in terms of the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time ("Rules"), and
- ii. E-voting by Shareholders at the 18th Annual General Meeting held on Monday, July 29, 2024 ("AGM") at 11.00 a.m. through VC/OAVM.

in a fair and transparent manner for the resolution(s) as contained in the Notice convening AGM. I am pleased to submit my report as under, which is comprehensive and self-explanatory in all respect.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder relating to remote e-voting on the resolution(s) contained in the Notice convening AGM of the members of the Company and at the meeting. My responsibility as a Scrutinizer for the voting process is restricted to make a Scrutinizer's Report of the votes cast "in favour" "against" or remain "abstain / invalid", if any, on the resolution(s) contained in



the Notice convening AGM, based on the reports generated from the e-voting system provided by KFin Technologies Limited (“KFin”), authorised agency to provide remote e-voting platform and based on the voting conducted at the AGM through VC/OAVM.

DISPATCH OF NOTICE CONVENING THE MEETING:

The Notice dated June 27, 2024 convening the 18th AGM of the Company along with statement setting out material facts under Section 102 of the Act, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those members whose email addresses are registered with the Company/Depositories, in compliance with the MCA Circulars and SEBI Circulars.

CUT-OFF DATE:

The Voting rights were reckoned as on Monday, July 22, 2024, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and e-voting at the Meeting.

REMOTE E-VOTING:

The Company has availed services of KFin Technologies Limited as the agency for providing the remote e-voting platform.

The remote e-voting period was kept open for four days which commenced on Thursday, July 25, 2024 at 9:00 a.m. IST and concluded on Sunday, July 28, 2024 at 5:00 p.m. IST on <https://evoting.kfintech.com/> and the same was blocked thereafter.

VOTING AT THE AGM:

The Company has provided e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier.

As prescribed under Rule 20 of the Companies (Management and Administration) Rules, 2015, as amended from time to time, for the purpose of ensuring that shareholders who have cast their votes through remote e-voting do not vote again at the AGM, the scrutinizer shall have access, after the closure of remote e-voting and before the start of AGM, to only such details relating to members 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, Kfin, the e-voting agency provided us with the names, DP ID / folio numbers and shareholding of the members who had cast their votes through remote e-voting.

COUNTING PROCESS:**• At the AGM through VC/OAVM**

After the closure of e-voting at the AGM, the report on voting done at AGM were unblocked and counted



- **Remote E-voting**

The remote e-voting results on the Kfin e-voting platform were unblocked and downloaded on Monday, July 29, 2024 after the AGM.

RESULTS:

The details containing *interalia*, list of Equity Shareholders, who voted “for”, “against” or “abstain / invalid”, if any on each of the resolution(s) that were put to vote, were generated from the e-voting website of Kfin. Considering the report from Kfin on remote e-voting and e-voting done at the AGM, the consolidated result with respect to each item on the agenda as set out in the Notice of the 18th AGM is enclosed.

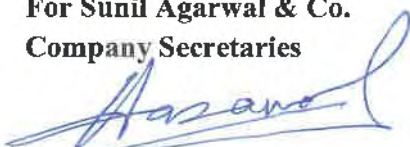
I further report that:

- a) Based on the aforesaid results of the Ordinary Resolutions as contained in item no. 1 to 3 of the Notice, have been passed with requisite majority.
- b) Based on the aforesaid results of the Special Resolutions as contained in item no. 4 & 5 of the Notice, have been passed with requisite majority.

RECOMMENDATION

All the resolution(s) having secured requisite majority of votes, the respective resolution(s) may be considered to have been passed. The Chairman may accordingly declare result of voting.

For Sunil Agarwal & Co.
Company Secretaries



Sunil Agarwal
Proprietor
FCS 8706
CP. No. 3286



Place: Mumbai

Date: July 29, 2024

Peer Review No.: 788/2020

UDIN No.: F008706F000848776

CONSOLIDATED RESULTS

Item No. 1.

Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements of the Company (including Consolidated Financial Statements) for the financial year ended March 31, 2024 and the Reports of the Board of Directors and the Auditors thereon.

Sr. No	Particulars	Number of Votes Contained in						% of total valid votes cast
		Remote e – voting		Remote e-Voting at the AGM		Total		
		No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
A	Voted in Favour	760	190,74,95,790	42	1,45,90,140	802	192,20,85,930	99.9998
B	Voted Against	13	3,008	0	0	13	3,008	0.0002
C	Invalid	0	0	0	0	0	0	0
D	Abstain	4	139	0	0	4	139	0
	Total(A +B)	773	190,74,98,798	42	1,45,90,140	815	192,20,88,938	100.00

Based on the aforesaid results, Ordinary Resolution as contained in item No. 1 has been passed with requisite majority



Item No. 2.

Ordinary Resolution: To declare dividend on the equity shares of the Company for the financial year ended March 31, 2024

Sr. No.	Particulars	Number of Votes Contained in						% of total valid votes cast
		Remote e – voting		Remote e-Voting at the AGM		Total		
		No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
A	Voted in Favour	760	190,74,95,791	42	1,45,90,140	802	192,20,85,931	99.9998
B	Voted Against	14	3014	0	0	14	3,014	0.0002
C	Invalid	0	0	0	0	0	0	0
D	Abstain	3	136	0	0	3	136	0
	Total(A+B)	774	190,74,98,805	42	1,45,90,140	816	192,20,88,945	100.00

Based on the aforesaid results, Ordinary Resolution as contained in item No. 2 has been passed with requisite majority



Item No. 3.

Ordinary Resolution: To appoint a Director in place of Mr. Lalit Singhvi (DIN: 05335938) who retires by rotation and being eligible, offers himself for reappointment

Sr. No.	Particulars	Number of Votes Contained in						% of total valid votes cast
		Remote e - voting		Remote e-Voting at the AGM		Total		
		No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
A	Voted in Favour	705	189,28,06,801	41	1,44,97,412	746	190,73,04,213	99.2759
B	Voted Against	67	1,39,02,849	1	9,278	68	1,39,12,127	0.7241
C	Invalid	0	0	0	0	0	0	0
D	Abstain	7	7,89,291	0	83450	7	872741	0
	Total(A+B)	*772	190,67,09,650	42	1,45,06,690	*814	192,12,16,340	100.00

*Three members voted partially in favour and partially against the resolution

Based on the aforesaid results, Ordinary Resolution as contained in item No. 3 has been passed with requisite majority.



Item No. 4.

Special Resolution: Increase in borrowing limits of the Company under Section 180(1)(c) of the Companies Act, 2013

Sr. No.	Particulars	Number of Votes Contained in						% of total valid votes cast
		Remote e - voting		Remote e-Voting at the AGM		Total		
		No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
A	Voted in Favour	736	190,74,92,889	41	1,45,90,100	777	192,20,82,989	99.9997
B	Voted Against	32	4,861	1	40	33	4,901	0.0003
C	Invalid	0	0	0	0	0	0	0
D	Abstain	9	1,120	0	0	9	1120	0
	Total(A+B)	768	190,74,97,750	42	1,45,90,140	810	192,20,87,890	100.00

Based on the aforesaid results, Special Resolution as contained in item No. 4 has been passed with requisite majority.



Item No. 5.

Special Resolution: To approve creation of security, mortgage, charge and/or pledge over all or any part of the movable and/ or immovable properties or assets of the Company for securing the borrowings availed or to be availed by the Company and other persons/ entities, pursuant to Section 180(1)(a) of the Companies Act, 2013

Sr. No.	Particulars	Number of Votes Contained in						% of total valid votes cast
		Remote e - voting		Remote e-Voting at the AGM		Total		
		No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
A	Voted in Favour	740	190,74,94,100	41	1,45,90,100	781	1922084200	99.9998
B	Voted Against	32	4,629	1	40	33	4669	0.0002
C	Invalid	0	0	0	0	0	0	0
D	Abstain	8	212	0	0	8	212	0
	Total(A+B)	*772	190,74,98,729	42	1,45,90,140	*814	192,20,88,869	100.00

*Three members voted partially in favour and partially against the resolution

Based on the aforesaid results, Special Resolution as contained in item No. 5 has been passed with requisite majority.

For Sunil Agarwal & Co.
Company Secretaries

Sunil Agarwal
Proprietor

FCS 8706 CP. No. 3286

Place: Mumbai

Date: July 29, 2024

Peer Review No.:788/2020

UDIN No.: F008706F000848776

