



ARSS INFRASTRUCTURE PROJECTS LTD.

Date: 18-10-2022

Bombay Stock Exchange Limited, Phiroze Jeejeebhoy Towers 1st Floor, Rotunda Building, Dalal Street, Mumbai- 400 001 <u>BSE Scrip Code - 533163</u>	National Stock Exchange of India Limited, Exchange Plaza, Plot No-C1, G Block BandraKurla Complex, Bandra (E), Mumbai-400051 <u>NSE Symbol: ARSSINFRA</u>
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Dear Sir/ Madam,

Sub: Minutes of 22nd Annual General Meeting (“AGM”) of ARSS Infrastructure Projects Limited (“the Company”)

This is further to our letter dated 27th September, 2022 in connection with 22nd AGM of the Company, we are pleased to enclose herewith a copy of the minutes of the proceedings of 22nd Annual General Meeting of the Company held through Video Conferencing.

We shall request you to kindly take the same on record.

Thanking You,

Yours faithfully,

For ARSS Infrastructure Projects Limited
(Company under CIRP)

(Prakash Chhajer)
Company Secretary &
Compliance Officer
FCS-8473
Encl: As above



Regd. Off.: Plot No-38, Sector –A, Zone-D, Plot-38, Mancheswar Industrial Estate, Bhubaneswar -751010 (Odisha)
Tel-91 06742602763/2588552/2588554, Fax: 91 0674 2585074 Email :cs@arssgroup.in
A Company under Corporate Insolvency Resolution Process (CIRP)

CIN : L14103OR2000PLC006230



MINUTES OF THE PROCEEDINGS OF THE 22nd ANNUAL GENERAL MEETING OF ARSS INFRASTRUCTURE PROJECTS LIMITED HELD ON TUESDAY THE 27TH DAY OF SEPTEMBER, 2022 THROUGH VIDEO CONFERENCING (VC) MODE AT 11.00 AM. AND CONCLUDED AT 11.40 A.M.

P R E S E N T

Sr. No.	Name	Designation
1	Shri Uday Narayan Mitra	Resolution Professional (RP) (IP Regn. No. IBBI/IP A-001/IP-P00793/2017-18/11360)
2	Shri Prakash Chhajjer	Company Secretary & Compliance officer

I N A T T E N D A N C E

Sr. No.	Name	Designation
3	CS Jyotirmoy Mishra partner of M/s. Sunita Jyotirmoy & Associates, Practicing Company Secretaries	Secretarial Auditors
4	Shri S. K. Pattanaik	Chief Financial Officer
5	Shri R. R. Singh	AVP (Finance)
6	CA Shilpi Gupta from ARMS & Associates	Statutory Auditors

51 Shareholders including 2 Authorized Representative holding in aggregate 10368589 equity shares constituting 45.60% of the paid up capital of the Company were present through VC.

Opening the Meeting

Mr. Uday Narayan Mitra, Resolution Professional of the Company, chaired the proceedings of the meeting.

Appointment of Chairman of the meeting

pursuant to the Order dated 30th November, 2021 of the Hon'ble National Company Law Tribunal, Cuttack ("NCLT Order"), Corporate Insolvency Resolution Process ("CIR Process") has been initiated against the Company in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016, ("Code") and related rules and regulations issued there under with effect from 30th November, 2021 (Corporate Insolvency Resolution Process Commencement Date) and he has been appointed as Interim Resolution Professional ("IRP") in terms of the NCLT Order. Subsequently COC has approved through e-voting dated 25.02.2022 as Resolution Professional ("RP") in conformity with sub section (2) of section 22 of the Insolvency and Bankruptcy Code, 2016.

The powers of Board of Directors of the Company stand suspended effective from the CIR Process commencement date and such powers along with the management of affairs of the Company are vested with Mr. Uday Narayan Mitra, Resolution Professional in accordance with the provisions of Section 17 and 23 of the Insolvency Code read with

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Regulation 15(2A) & (2B) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Accordingly, he took the chair and welcomed the members to the meeting and introduced the invitees attended through VC to the shareholders.

Quorum of the Meeting

On request of the Chairman of the meeting Company Secretary confirmed the quorum of the meeting and the proceedings of the meeting were conducted.

The Chairman also acknowledged the attendance of Authorized Representative of the Statutory Auditors and Mr. Jyotirmoy Mishra, Practicing Company Secretary, the Scrutinizer as well as the Secretarial Auditor of the Company.

MATTERS OF ORDER FOR THE MEETING

The Chairman welcomed the shareholders and informed that the meeting was held through video conference in accordance with the circular issued by the Ministry of Corporate Affairs (MCA) and SEBI i.e. General Circular No. 02/2021 dated 13th January, 2021 and MCA General Circular No. 20/2020 dated 5th May, 2020 and Circular No. 2/2022 dated May 5, 2022 read with General Circular No. 14/2020 dated 8th April, 2020 and General Circular No. 17/2020 dated 13th April, 2020 and other relevant circulars issued by MCA and Securities and Exchange Board of India (SEBI), which allowed the companies to conduct their AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) during the calendar year 2022. Participation of members through video conference was reckoned for the purpose of quorum as per the aforesaid circulars and Section 103 of the Companies Act, 2013. The requisite quorum was present through video conference and called the meeting to order.

The Resolution Professional (RP) informed the members that the Register of Directors' shareholdings, Register of Members and other statutory records as per the provisions of the Companies Act, 2013 and rules thereof are available for inspection by the members of the company electronically throughout the meeting.

The Resolution Professional (RP) declared with the permission of the members that the notice convening the 22nd Annual General Meeting and the Directors' Report having been circulated already, be taken as read. The Auditors Report including secretarial audit report have qualifications, which was read as required under the provisions of the Companies Act, 2013.

Thereafter, the Resolution Professional (RP) addressed the members. He pointed out the achievements made by the Company since his appointment. He explained the Company's policy in formulating plans for the growth of the Company. He also explained about the industry outlook.

After then he handover the proceedings to company secretary and then the Company Secretary briefed the procedure for participation of the meeting through Video Conference. He also mentioned that two shareholders had registered as speaker shareholders during the AGM. The non-speaker shareholders were also given the facility to raise questions through the chat box provided. All the shareholders were in mute mode during the meeting to avoid any disturbance from background noise.

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He stated that In view of the COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI') vide its various circular, permitted the holding of the Annual General Meeting through Video Conferencing or Other Audio Visual Mean, without the physical presence of the members at a common venue. In compliance of the Govt. Circulars the company has provided VC facilities for attending the AGM with support of National Securities Depository Limited (NSDL) e-voting system.

He also stated that as required under the relevant provisions of section 108 of the companies act, 2013 read with rule 20 of the companies (Management & Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company had extended the remote e-voting facility and e-voting facility to the members of the Company in respect of resolutions to be passed at the meeting. The remote e-voting commenced at 09.00 a.m. on September 24, 2022 and ended at 05.00 p.m. on September 26, 2022. The members who had not casted their vote through remote e-voting process, were given facilities for casting their votes using e-voting facility of NSDL during the AGM.

He further stated that for the purpose of Annual General Meeting, The Register of Members and the Share Transfer Books of the Company were closed from Tuesday, 20th September, 2022 to Tuesday, 27th September, 2022 (both days inclusive).

He further informed that the company has engaged the services of NSDL as the agency to provide remote e-voting facility and M/s. Sunita Jyotirmoy & Associates, Company Secretaries in Practice has been appointed as Scrutinizer to Scrutinize the voting process in a fair and transparent manner.

The Company Secretary, with the permission of members, took the notice & Explanatory Statement and Director's Report & Accounts for the financial year ended 31st March, 2022 already sent to the members as read.

He stated that In view of the COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI') vide its various circular, permitted the holding of the Annual General Meeting through Video Conferencing or Other Audio Visual Mean, without the physical presence of the members at a common venue. In compliance of the Govt. Circulars the company has provided VC facilities for attending the AGM with support of National Securities Depository Limited (NSDL) e-voting system.

He also stated that as required under the relevant provisions of section 108 of the companies act, 2013 read with rule 20 of the companies (Management & Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company had extended the remote e-voting facility and e-voting facility to the members of the Company in respect of resolutions to be passed at the meeting. The remote e-voting commenced at 09.00 a.m. on September 24, 2022 and ended at 05.00 p.m. on September 26, 2022. The members who had not casted their vote through remote e-voting process, were given facilities for casting their votes using e-voting facility of NSDL during the AGM.

He further stated that for the purpose of Annual General Meeting, The Register of Members and the Share Transfer Books of the Company were closed from Tuesday, 20th September, 2022 to Tuesday, 27th September, 2022 (both days inclusive).

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He further informed that the Board of Directors have engaged the services of NSDL as the agency to provide remote e-voting facility and M/s. Sunita Jyotirmoy & Associates, Company Secretaries has been appointed as Scrutinizer to Scrutinize the voting process in a fair and transparent manner.

The Company Secretary, with the permission of members, took the notice & Explanatory Statement and Director's Report & Accounts for the financial year ended 31st March, 2022 already sent to the members as read.

The Statutory Auditors of the Company M/s. ARMS and Associates, Chartered Accountant on request of the Chairman read out the Independent Auditors report on the accounts of the company for the financial year 2021-22 along-with the qualifications and reply of the board of directors in their report.

Ms. Shilpi Gupta, from the Statutory Auditors of the Company M/s. ARMS and Associates, Chartered Accountant on request of the Resolution Professional read out the Independent Auditors report on the accounts of the company for the financial year 2021-22 along-with the qualifications and reply of the board of directors in their report.

CS Jyotirmoy Mishra Secretarial Auditor of the Company was also requested by the Resolution Professional and on such request he read out his Independent Secretarial Audit report of the company for the financial year 2021-22 along-with the qualifications and reply of the board of directors in their report.

Thereafter the Resolution Professional invited members who would like to make comments, make observations and seek clarifications. The members thanked the Company for investor servicing and for providing VC facility. The Resolution Professional then thanked the members for their participation and announced formal closure of the General Meeting of the Company.

He informed the members that there are in total 5 (Five) Resolutions proposed to be passed in the AGM and are forming part of the Notice of the 22nd Annual General Meeting. For the benefit of members attending the meeting, he further provided a brief of the resolutions:

AGENDA ITEMS

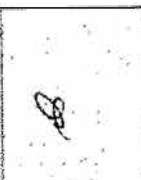
ORDINARY BUSINESS:-

Resolution No. 1:

Adoption of the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors ('the Board') and auditors thereon. (Ordinary Resolution)

"RESOLVED THAT the Audited Financial statements (including the consolidated financial statements) of the company for the financial year ended 31st March, 2022, reports of the Board of Directors and Auditors thereon laid before the meeting be and are hereby considered, approved and adopted.

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**Resolution No. 2:**

Appointment of Mr. Rajesh Agarwal (DIN: 00217823) as a director who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)

“To consider re-appointment of Mr. Rajesh Agarwal (DIN: 00217823), as the director, since he retires by rotation and, being eligible, has sought for his re-appointment, provided that pursuant to Section 17 of the Code, his powers as a Director shall stand suspended during the continuance of the CIR Process.”

SPECIAL BUSINESS:-**Resolution No. 3 :**

Ratification for remuneration etc of Cost Auditors, M/s. MAK & Co, Cost Accountants, Bhubaneswar for the Financial year 2022-2023.

“**RESOLVED THAT** pursuant to provisions of Sections 148(3) and other applicable provisions if any, of Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactments(s) thereof for time being in force) the remuneration be paid to M/s. M A K & Co, Cost Accountants, Bhubaneswar, (Firm Registration No. 004499), appointed by the Board of Directors of the Company as Cost Auditors to conduct the audit of the cost records of the Company for the financial year 2021-2022, amounting to Rs. 50,000/- (Rs. Fifty Thousands only) as also the payment of tax as applicable and reimbursement of out of pocket expenses incurred by them in connection with the aforesaid audit be and is hereby ratified and confirmed.”

“**RESOLVED FURTHER THAT** the Board of Directors and Company Secretary of the Company be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Resolution No. 4 :

Approval of Material Related Party Transactions of the Company as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with relevant rules made there under and Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), and other applicable laws including any amendments, modifications, variations or re-enactments thereof, the Company’s Policy on Related Party Transactions and as per the recommendation/approval of the Audit Committee and the Board of Directors of the Company (whose powers, pursuant to Section 17 of the Code, are being exercised by the Resolution Professional during the continuance of the CIR Process), approval of the Members of the Company be and is hereby accorded for entering into and/or ratify the transactions already entered into and/or continuing to enter into contract(s)/transaction(s) with Shivam Condev Private Limited, a Related Party within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations in the nature of a) sale, purchase, lease or supply of goods or business assets or equipment; b) availing or rendering of services; c) transfer of any resources, services or obligations to meet its business objectives/ requirements; d) Contract / Sub contract work (“Related Party Transactions”) from time to time with the related party up to the maximum amount /value and other terms and conditions as detailed in the explanatory statement annexed to this Notice.

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RESOLVED FURTHER THAT the Board of Directors of the Company (whose powers, pursuant to Section 17 of the Code, are being exercised by the Resolution Professional during the continuance of the CIR Process), (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

RESOLVED FURTHER THAT all actions taken by the Resolution Professional in connection with any matter referred to or contemplated in this resolution, be and are hereby approved and confirmed in all respects."

Resolution No. 5 :

Approval of Material Related Party Transactions of the Company as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with relevant rules made there under and Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and other applicable laws including any amendments, modifications, variations or re-enactments thereof, the Company's Policy on Related Party Transactions and as per the recommendation/approval of the Audit Committee and the Board of Directors of the Company (whose powers, pursuant to Section 17 of the Code, are being exercised by the Resolution Professional during the continuance of the CIR Process), approval of the Members of the Company be and is hereby accorded for entering into and/or ratify the transactions already entered into and/or continuing to enter into contract(s)/transaction(s) with Balbhadra Developers Private Limited, (BDPL) a Related Party within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations in the nature of a) sale, purchase, lease or supply of goods or business assets or equipment; b) availing or rendering of services; c) transfer of any resources, services or obligations to meet its business objectives/requirements; d) Contract / Sub contract work ("Related Party Transactions") from time to time with the related party up to the maximum amount /value and other terms and conditions as detailed in the explanatory statement annexed to this Notice.

RESOLVED FURTHER THAT the Board of Directors of the Company (whose powers, pursuant to Section 17 of the Code, are being exercised by the Resolution Professional during the continuance of the CIR Process), (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all

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or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

RESOLVED FURTHER THAT all actions taken by the Resolution Professional in connection with any matter referred to or contemplated in this resolution, be and are hereby approved and confirmed in all respects.”

After the above resolutions were being briefed and deemed to be read, the Resolution Professional invited members who would like to make comments, make observations and seek clarifications.

The Resolution Professional thanked Statutory Auditors, Registrar, Scrutinizer and Members who had joined the meeting. Further, he stated that the voting module was extended for another 15 minutes to enable the members to cast their votes. The RP informed that the result of the voting along with Scrutinizer report would be placed on the website of the Company www.arssgroup.in and on NSDL website <https://www.evoting.nsdl.com/> and would be communicated to the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE), where the company's shares are listed. He stated that the meeting would stand concluded at the end of 15 minutes.

The Company Secretary then request AVP (Finance) to proposed formal vote of thanks to the Chairman.

The meeting was concluded at 11.40 a.m.

VOTE OF THANKS

The Mr. Rashmi Ranjan Singh AVP (Finance) on the request of the Resolution Professional placed a hearty vote of thanks to the shareholders present and meeting was concluded subject to the declaration of consolidated results to be announced today i.e. September 27, 2022 at 05.00 p.m.

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Details of Voting through remote e-voting and e-voting:

Based on scrutiny and processing of all the votes cast by electronic means and voting during AGM through e-voting, the Scrutinizer prepared and submitted his Report dated 27th September, 2022 to the Resolution Professional of the Company. The Company Secretary immediately forwarded the voting results of the 22nd Annual General Meeting along with the Scrutinizer's Report to the Stock Exchanges, NSDL and uploaded the same on the Company's website.

A brief summary of the Scrutinizer's Report, voting results of all the resolutions, which had been duly passed by requisite majority in respect of all items of business as contained in the Notice of 22nd Annual General Meeting as per Scrutinizer's Report dated 27th September, 2022 is provided below:

Resolution No. 1:

To consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors ('the Board') and auditors thereon. (Ordinary resolution)

Resolution required : Ordinary/ Special			Ordinary Resolution					
Whether Promoter /promoter group are interested in the agenda/ resolution?			No					
Cate gory	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on outstandi ng shares	No. of Votes - In favour	No. of Vote s - In agai nst	% of Votes in favour on votes polled	% of Votes in 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 Poll	10,619,468	10,311,189	97.0970	10,311,189	-	100.0000	-
	Postal Ballot (if applicab le)		-	-	-	-	-	-
	Total		10,311,189	97.0970	10,311,189	-	100.0000	-
Publi c- Insti tution s	E- Voting Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicab le)		-	-	-	-	-	-
	Total		-	-	-	-	-	-

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Public-Non Institutions	E-Voting	12,118,498	5,87,491	4.8479	587,316	175	99.9702	0.0298
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		5,87,491	4.8479	587,316	175	99.9702	0.0298
Total		22,737,966	10,898,680	47.9316	10,898,505	175	99.9984	0.0016

Resolution No. 2: To consider re-appointment of Mr. Rajesh Agarwal (DIN: 00217823), as the director, since he retires by rotation and, being eligible, has sought for his re-appointment, provided that pursuant to Section 17 of the Code, his powers as a Director shall stand suspended during the continuance of the CIR Process. **(Ordinary resolution)**

Resolution required : Ordinary/Special			Ordinary Resolution						
Whether Promoter/promoter group are interested in the agenda/ resolution?			Yes						
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 - In against	% of Votes in favour on votes polled	% of Votes in 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	10,619,468	9,896,240	93.1896	9,896,240	-	100.0000	-	
	Poll		-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total		10,619,468	9,896,240	93.1896	9,896,240	-	100.0000	-
Public-Institutions	E-Voting	-	-	-	-	-	-	-	
	Poll		-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total		-	-	-	-	-	-	
Public-Non Institutions	E-Voting	12,118,498	463,695	3.8263	462,970	725	99.8436	0.1564	
	Poll		-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total		12,118,498	463,695	3.8263	462,970	725	99.8436	0.1564
Total		22,737,966	10,359,935	45.5623	10,359,210	725	99.9930	0.0070	

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Resolution No. 3: To Ratify the remuneration etc of Cost Auditors, M/s. MAK & Co, Cost Accountants, Bhubaneswar for the Financial year 2022-23 amounting to Rs. 50,000/- (Rs. Fifty Thousands only) as also the payment of tax as applicable and reimbursement of out of pocket expenses incurred by them in connection with the aforesaid audit. (Ordinary Resolution)

Resolution required : Ordinary/ Special			Ordinary Resolution					
Whether Promoter /promoter group are interested in the agenda/ resolution?			No					
Cate gory	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on outstandi ng shares	No. of Votes - In favour	No. of Vot es - In aga inst	% of Votes in favour on votes polled	% of Votes in agains t on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Prom oter and Prom oter grou p	E- Voting	10,619,468	10,434,985	98.2628	10,434,985	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicab le)		-	-	-	-	-	-
	Total		10,619,468	10,434,985	98.2628	10,434,985	-	100.0000
Publi c- Insti tution s	E- Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicab le)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Publi c- Non Insti tution s	E- Voting	12,118,498	4,63,695	3.8263	463,520	175	99.9623	0.0377
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicab le)		-	-	-	-	-	-
	Total		12,118,498	4,63,695	3.8263	463,520	175	99.9623
Total		22,737,966	10,898,680	47.9316	10,898,505	175	99.9984	0.0016

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Resolution No. 4: To approve the Material Related Party Transaction(s) between Shivam Condev Private Limited (SCPL) a Related Party of ARSS Infrastructure Projects Limited within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations in the nature of a) sale, purchase, lease or supply of goods or business assets or equipment; b) availing or rendering of services; c) transfer of any resources, services or obligations to meet its business objectives/ requirements; d) Contract / Sub contract work ("Related Party Transactions") from time to time with the related party up to the maximum amount /value and other terms and conditions as detailed in the explanatory statement annexed to the Notice of 22nd AGM." (Ordinary Resolution)

Resolution required : Ordinary/ Special			Ordinary Resolution						
Whether Promoter /promoter group are interested in the agenda/ resolution?			Yes						
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 - In against	% of Votes in favour on votes polled	% of Votes in 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 Poll	10,619,468	-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-		
	Total		-	-	-	-	-		
			10,619,468	-	-	-	-	-	
Public-Institutions	E-Voting Poll	-	-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-		
	Total		-	-	-	-	-		
			-	-	-	-	-		
Public-Non Institutions	E-Voting Poll	12,118,498	463,695	3.8263	463,520	175	99.9623	0.0377	
	Postal Ballot (if applicable)		-	-	-	-	-		
	Total		12,118,498	463,695	3.8263	463,520	175	99.9623	0.0377
			12,118,498	463,695	3.8263	463,520	175	99.9623	0.0377
Total		22,737,966	463,695	2.0393	463,520	175	99.9623	0.0377	

Note:- One promoter shareholder who casted her vote in favour of resolution number 04 which is a related party transaction was not considered as a valid vote and taken as invalid vote.

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Resolution No. 5: To approve the Material Related Party Transaction(s) between Balbhadra Developers Private Limited (BDPL) a Related Party of ARSS Infrastructure Projects Limited within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations in the nature of a) sale, purchase, lease or supply of goods or business assets or equipment; b) availing or rendering of services; c) transfer of any resources, services or obligations to meet its business objectives/ requirements; d) Contract / Sub contract work ("Related Party Transactions") from time to time with the related party up to the maximum amount /value and other terms and conditions as detailed in the explanatory statement annexed to the Notice of 22nd AGM." (Ordinary Resolution)

Resolution required : Ordinary/ Special			Ordinary Resolution					
Whether Promoter /promoter group are interested in the agenda/ resolution?			Yes					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on outstandi ng shares	No. of Votes - In favour	No. of Vot es - In aga inst	% of Votes in favour on votes polled	% of Votes in again st 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	10,619,468	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		10,619,468	-	-	-	-	-
Public- Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-

CHAIRMAN'S
INITIALS

[Handwritten Signature]

MINUTE BOOK



Public- Non Instituti ons	E- Voti ng Poll		463,695	3.8263	463,520	175	99.9623	0.0377
	Posta l Ballo t (if appli cable)	12,118,498	-	-	-	-	-	-
	Total	12,118,498	463,695	3.8263	463,520	175	99.9623	0.0377
	Total	22,737,966	463,695	2.0393	463,520	175	99.9623	0.0377

Note:- One promoter shareholder who casted her vote in favour of resolution number 05 which is a related party transaction was not considered as a valid vote and taken as invalid vote.

The Scrutinizer Mr. Jyotirmoy Mishra, reported that Ordinary Resolutions as contained in Item Nos. 1 to 5 in the Notice of the 22nd AGM held on 27th September, 2022 had been passed in the following manner:

Resolution No.	Type of Resolution	Result
1	Ordinary	Passed with requisite majority
2	Ordinary	Passed with requisite majority
3	Ordinary	Passed with requisite majority
4	Ordinary	Passed with requisite majority
5	Ordinary	Passed with requisite majority

Accordingly Sri Uday Narayan Mitra, Resolution Professional declared that all the resolutions in the notice have been passed and approved with the requisite majority by the shareholders of the company on 27th September, 2022.

With the declaration of the results, the meeting stood concluded.

Date of Entry in the Minutes Book : 12.10.2022

Date: 12.10.2022

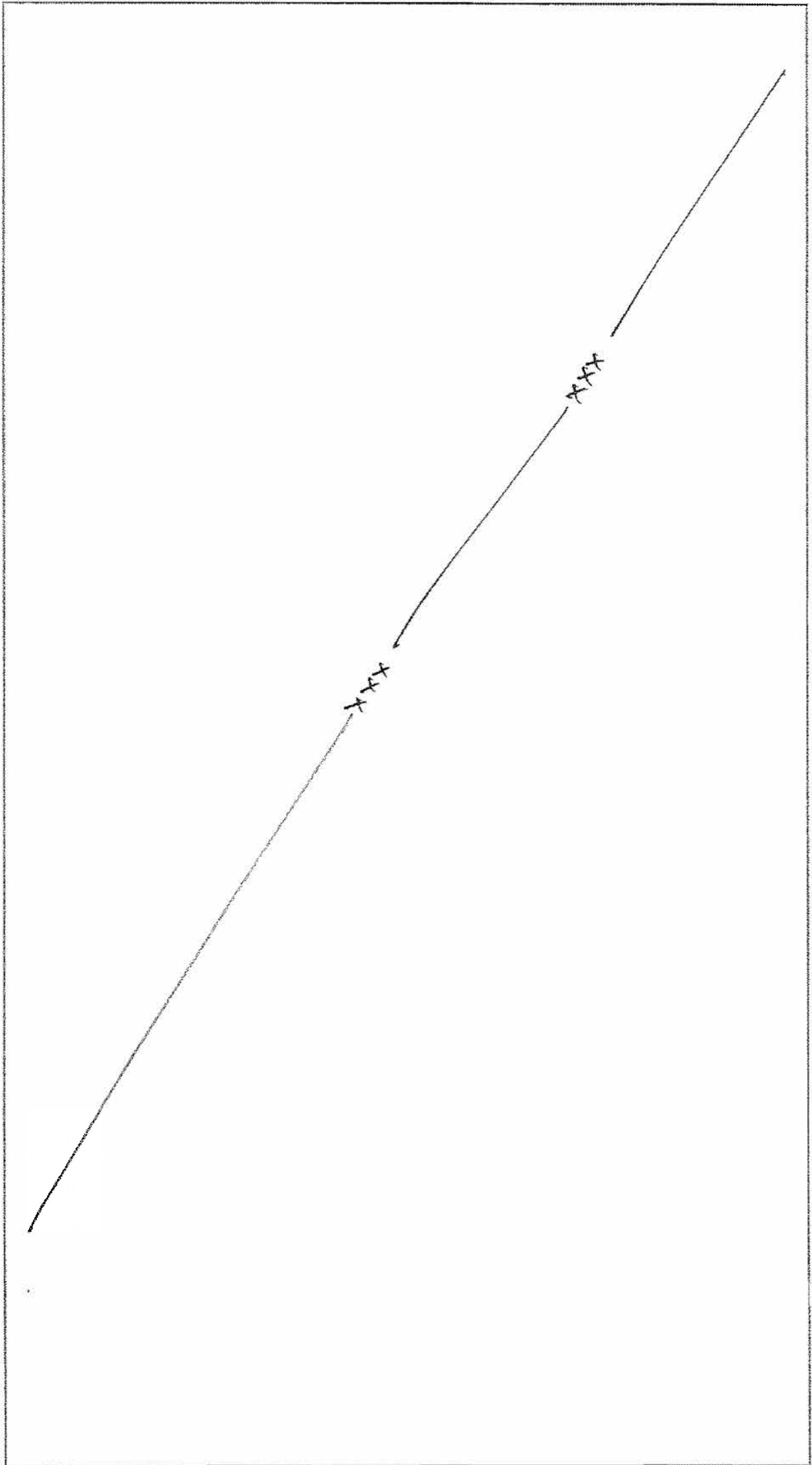
Place: Bhubaneswar

Uday Narayan Mitra
CHAIRMAN

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