

December 31, 2022

To,  
The Manager,  
Listing Department,  
National Stock Exchange of India Ltd.  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai – 400 051

**NSE Symbol: SKIL**

To,  
The Manager,  
Listing Department,  
BSE Ltd.  
P J Towers, Dalal Street,  
Mumbai -400001, India

**BSE Security Code: 539861**

Dear Sir/Ma'am,

**Sub.: Submission of Scrutinizer report on the Voting Results of 39<sup>th</sup> Annual General Meeting held on December 30, 2022 in terms of Regulation 44(3) of SEBI (LODR) Regulations, 2015**

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Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith consolidated Scrutinizer report on remote e-voting and physical poll at 39<sup>th</sup> Annual General Meeting of the Company held on December 30, 2022

Kindly take the same on your record.

Thanking you,

For **SKIL Infrastructure Limited**

  
**Niles Mehta**  
Company Secretary

Encl: a/a



# Jaisal Mohatta & Associates

## Company Secretaries

FORM NO. MGT. 13

Scrutinizer Report

**[Pursuant to section 108 & 109 of the Companies Act, 2013 and Rule 21(2) of  
The Companies (Management and Administration) Rules, 2014 as amended]**

To,

**The Chairman**

SKIL Infrastructure Limited  
SKIL House, 209, Bank Street Cross Lane,  
Fort, Mumbai - 400023.

**Subject:** Consolidated Scrutinizer's Report for Remote e-Voting and voting by physical ballot forms received from the members at the 39<sup>th</sup> Annual General Meeting ('AGM') of the Company held on Friday, 30<sup>th</sup> December 2022 at 02:30 PM at 20 Downtown Conference Hall, 2nd Floor, South-West Wing, Cambata Building, 42, M. Karve Road, Churchgate, Mumbai-400020.

Dear Sir,

I, Jaisal Mohatta, Company Secretary in Practice, (ACS: 35017, CP No. 16090) Proprietor of M/s. Jaisal Mohatta & Associates, Company Secretaries have been appointed by the Company in their Board Meeting held on 03<sup>rd</sup> December, 2022 as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of Scrutinizing Remote e-Voting and voting by physical ballot forms received from the members at the 39<sup>th</sup> Annual General Meeting ('AGM') of the Company held on Friday, 30<sup>th</sup> December 2022 at 02:30 PM at 20 Downtown Conference Hall, 2nd Floor, South-West Wing, Cambata Building, 42, M. Karve Road, Churchgate, Mumbai-400020.

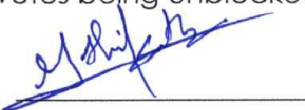
**I do hereby submit my report as under:**

1. Pursuant to Section 108 of the Companies Act, 2013 [the Act] read with Rule 20 of the Companies Management and Administration) Rules, 2014 the Rules, as amended, the Company has confirmed that the Notice convening the 39<sup>th</sup> AGM of the Company along with the instructions for the remote e-voting at the AGM and the Annual Report for the financial year 2021-22 were send through electronic mode to those Members whose mail addresses were registered with the Company/Depository Participants for communication purposes and who have not registered their email addresses physical copies are being sent to them in permitted mode in compliance with MCA General Circular No. 20/2020 Dated 05<sup>th</sup> May 2020 read with Circulars dated 08<sup>th</sup> April 2020 and

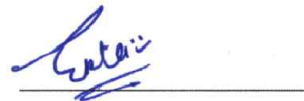


13<sup>th</sup> April 2020 and 13<sup>th</sup> January, 2021 (collectively referred to as '**MCA Circulars**') and SEBI Circulars No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May 2020 and Circular No. SEBI/HO/CFD/CMD/CIR/P/2021/11 dated 15<sup>th</sup> January 2021 (collectively referred to as '**SEBI Circulars**')

2. The Company has published a notice in this regard, in Business Standard newspaper in English and Mumbai Lakshdeep Newspaper in Marathi on 03<sup>rd</sup> December 2022.
3. The Company has provided remote voting facility to its members in respect of business to be transacted at AGM. The Company had appointed Central Depository System Limited (CDSL) as the service provider for the facility of remote voting to its members.
4. The voting period begins on Tuesday, December 27, 2022, at 0900 hours and ends on Thursday, December 29, 2022 at 1700 hours. During this period shareholders of the Company holding shares, either in physical form or in dematerialized form, as on the cut-off date Friday, December 23, 2022, were entitled to cast their vote electronically.
5. The e-Voting module was disabled and blocked by CDSL for voting Tuesday, December 29, 2022, at 1700 hours.
6. The facility for voting through postal ballot/polling paper was made available at AGM for the members attending the meeting and who had not cast their vote through Remote E-voting. On completion of the voting at Company provided to us the list of the shareholders who were present at the meeting either in person or through proxies and who had cast their votes, their holding details and the details of the votes cast on the resolution.
7. After counting of the votes conducted at the venue of the AGM, through ballot paper, the vote cast through remote e-voting facility was duly unblocked by me as a scrutinizer in the presence of two witnesses Mr. Shrikanth Masarm and Ms. Ekta Kansal who are not in the employment of the Company and who have signed below in confirmation of the votes being unblocked in their presence.



(Shrikanth Masarm)



(Ekta Kansal)

8. I did not find any ballot/poll papers invalid.
9. Thereafter, the details of equity shareholders, who voted "**For**" or "**Against**" each of the resolution that were put to vote, were generated from the e-voting website i.e., <https://www.evotingindia.com>.

The consolidated result of e-Voting and voting by physical ballot forms held at the aforesaid AGM is as under:

**Scrutinizer Report, SKIL Infrastructure Limited of AGM held on 30<sup>th</sup> December 2022**





**ORDINARY BUSINESS:**

**Item No. 1 (Ordinary Resolution)**

To consider and adopt the Audited Financial Statements (Including the Consolidated Financial Statements) of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and Auditors thereon.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote E-Voting		Voting at the AGM		Total		
	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	
Voted in favour	39	35933884	39	97392434	78	133326318	100
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0

**Item No. 2 (Ordinary Resolution)**

To appoint a director in place of Mr. Nikhil Gandhi (DIN: 00030560), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote E-Voting		Voting at the AGM		Total		
	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	
Voted in favour	39	35933884	39	97392434	78	133326318	100
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0





**Item No. 3 (Ordinary Resolution)**

Appointment of Statutory Auditors of the Company and fix their remuneration.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote E-Voting		Voting at the AGM		Total		
	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	
Voted in favour	39	35933884	39	97392434	78	133326318	100
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0

**SPECIAL BUSINESS:**

**Item No. 4 (Special Resolution)**

Appointment of Mr. Rakesh Bajaj (DIN: 02894631) as an Independent Director of the Company

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote E-Voting		Voting at the AGM		Total		
	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	
Voted in favour	39	35933884	39	97392434	78	133326318	100
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0



**Item No. 5 (Ordinary Resolution)**

Appointment of Ms. Priyanka Gandhi (DIN: 07428192) as a Director of the Company

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote E-Voting		Voting at the AGM		Total		
	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	
Voted in favour	39	35933884	39	97392434	78	133326318	100
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0

**Item No. 6 (Special Resolution)**

Re-Appointment of Mr. Rakesh Mohan (DIN: 07352915) as an Independent Director

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote E-Voting		Voting at the AGM		Total		
	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	
Voted in favour	39	35933884	39	97392434	78	133326318	100
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0



**Item No. 7 (Ordinary Resolution)**

Material Related Party Transaction(s) between the Company and SKIL Advanced Systems Pvt. Ltd., a subsidiary company

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote E-Voting		Voting at the AGM		Total		
	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	
Voted in favour	39	35933884	39	97392434	78	133326318	100
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0

**Item No. 8 (Ordinary Resolution)**

Material Related Party Transaction(s) between the Company and SKIL Shipyard Holdings Pvt. Ltd., a subsidiary company

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote E-Voting		Voting at the AGM		Total		
	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	
Voted in favour	39	35933884	39	97392434	78	133326318	100
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0





**Item No. 9 (Ordinary Resolution)**

Material Related Party Transaction(s) between the Company and Gujarat Dwarka Port West Ltd., a subsidiary company

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote E-Voting		Voting at the AGM		Total		
	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	
Voted in favour	39	35933884	39	97392434	78	133326318	100
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0

**Item No. 10 (Ordinary Resolution)**

Material Related Party Transaction(s) between the Company and Chiplun FTWZ Pvt Ltd., a subsidiary company

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote E-Voting		Voting at the AGM		Total		
	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	
Voted in favour	39	35933884	39	97392434	78	133326318	100
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0



**Item No. 11 (Ordinary Resolution)**

Material Related Party Transaction(s) between the Company and Metropolitan Industries, one of the promoters of the Company

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote E-Voting		Voting at the AGM		Total		
	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	
Voted in favour	36	21290080	36	42637688	72	63927768	100
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0

\*1. Mr. Nikhil Prataprai Gandhi and Mr. Bhavesh Prataprai Gandhi being interested in the said resolution their votes are considered as invalid.

**Item No. 12 (Special Resolution)**

Reclassification of Promoters of the Company as Public Shareholders

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote E-Voting		Voting at the AGM		Total		
	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	
Voted in favour	39	35933884	39	97392434	78	133326318	100
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0



Based on the aforesaid results, all the resolutions voted through Remote e-Voting and voting by physical ballot forms held during the AGM were passed with '**REQUISITE MAJORITY**'

The e-voting reports containing a list of members who voted "**FOR**" and "**AGAINST**" each resolution and all other relevant records will be sealed and handed over to the Company Secretary of the Board for safe keeping.

Thanking you,  
Yours faithfully,

**For Jaisal Mohatta & Associates  
Company Secretaries**



Jaisal Mohatta

Jaisal Mohatta

(Proprietor)

ACS – 35017

COP – 16090

Peer Review Certificate No. 2372/2022

UDIN: A035017D002838048

**COUNTER SIGNED BY  
For SKIL Infrastructure Limited**



Nilesh Mehta

Company Secretary

Surat, 31<sup>st</sup>December, 2022