

Registered Office:

DSC 260 South Court, DLF Saket, New Delhi-110017

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Tel.: +91-7048959386 | CIN: L51503DL1985PLC020195

Ref.No.: AIL/33/BSE/2023-24

Date: 20/09/2023

To

The Manager

Listing Department

BSE Limited

Phiroze Jeejee bhoy Towers,

Dalal Street, Mumbai-400001

Security Code No.: 539189

**Subject: Disclosure of Voting Results and Consolidated Scrutinizer's Report of the 38th Annual General Meeting of the Company Held on Wednesday, 20th September, 2023 at 12:00 P.M. through video conference or other audio visual means**

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details of voting results, in the prescribed format, of the businesses transacted at the 38th Annual General Meeting (AGM) of the Company held on Wednesday, September 20, 2023 at 12:00 P.M. through video conferencing/ other audio visual means.

The consolidated report of the Scrutinizer pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended from time to time, on remote voting and poll through e-voting at the AGM is also enclosed.

The voting results along with the scrutinizer's report will also be made available on the Company's website at <https://adhbhutinfra.in/>

You are requested to kindly take the same on record.

Thanking You,

**Yours faithfully**

**For Adhbhut Infrastructure Limited**

**ANUBHAV DHAM**

**Whole Time Director**

**DIN: 02656812**

**Enclosed: A/ a**

ADHBHUT INFRASTRUCTURE LIMITED	
Date of the AGM	20.09.2023
Total number of shareholders on record date (13.09.2023)	505
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group :	Not Applicable
Public :	Not Applicable
No. of shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group :	1
Public :	27

Agenda-wise disclosure ( to be disclosed separately for each agenda item )

**RESOLUTION 1. TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2023, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON**

Resolution required : ( Ordinary/ Special )	Ordinary
Whether promoter/ promoter group are interested in the agenda/ resolution ?	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		2349430	28.55	2349430	0	100.00	0.00
	Poll	8230030	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>8230030</b>	<b>2349430</b>	<b>28.55</b>	<b>2349430</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public - Institutions	E-Voting		0	0	0	0	0.00	0.00
	Poll	0	0	0	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0.00	0.00
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public-Non Institutions	E-Voting		707414	25.54	707414	0	100.00	0.00
	Poll	2769970	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>2769970</b>	<b>707414</b>	<b>25.54</b>	<b>707414</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>11000000</b>	<b>3056844</b>	<b>27.79</b>	<b>3056844</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>

**RESOLUTION 2. TO APPOINT A DIRECTOR IN PLACE OF MR. AMMAN KUMAR (DIN: 03456445), WHO RETIRES BY ROTATION IN TERMS OF SECTION 152(6) OF THE COMPANIES ACT, 2013, AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.**

Resolution required : ( Ordinary/ Special )	Ordinary
Whether promoter/ promoter group are interested in the agenda/ resolution ?	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	E-Voting	8230030	2349430	28.55	2349430	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>8230030</b>	<b>2349430</b>	<b>28.55</b>	<b>2349430</b>	<b>0</b>	<b>100.00</b>
<b>Public - Institutions</b>	E-Voting	0	0	0	0	0	0.00	0.00
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
<b>Public -Non Institutions</b>	E-Voting	2769970	707414	25.54	707414	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>2769970</b>	<b>707414</b>	<b>25.54</b>	<b>707414</b>	<b>0</b>	<b>100.00</b>
<b>Total</b>		<b>11000000</b>	<b>3056844</b>	<b>27.79</b>	<b>3056844</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>

**RESOLUTION 3. TO APPOINT MR. SRI KANT (DIN: 06951400) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR**

Resolution required : ( Ordinary/ Special )	Special
Whether promoter/ promoter group are interested in the agenda/ resolution ?	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8230030	2349430	28.55	2349430	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>8230030</b>	<b>2349430</b>	<b>28.55</b>	<b>2349430</b>	<b>0</b>	<b>100.00</b>
Public - Institutions	E-Voting	0	0	0	0	0	0.00	0.00
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public -Non Institutions	E-Voting	2769970	707414	25.54	707414	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>2769970</b>	<b>707414</b>	<b>25.54</b>	<b>707414</b>	<b>0</b>	<b>100.00</b>
<b>Total</b>		<b>11000000</b>	<b>3056844</b>	<b>27.79</b>	<b>3056844</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>

**RESOLUTION 4. TO APPOINT MR. SANJAY SHARMA (DIN: 09534294) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR**

Resolution required : ( Ordinary/ Special )	Special
Whether promoter/ promoter group are interested in the agenda/ resolution ?	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8230030	2349430	28.55	2349430	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>8230030</b>	<b>2349430</b>	<b>28.55</b>	<b>2349430</b>	<b>0</b>	<b>100.00</b>
Public - Institutions	E-Voting	0	0	0	0	0	0.00	0.00
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public -Non Institutions	E-Voting	2769970	707414	25.54	707414	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>2769970</b>	<b>707414</b>	<b>25.54</b>	<b>707414</b>	<b>0</b>	<b>100.00</b>
<b>Total</b>		<b>11000000</b>	<b>3056844</b>	<b>27.79</b>	<b>3056844</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>

**RESOLUTION 5: TO APPROVE CHANGE IN DESIGNATION AND APPOINTMENT OF MR. ANUBHAV DHAM FROM 'WHOLE TIME DIRECTOR' TO 'MANAGING DIRECTOR' OF THE COMPANY**

<b>Resolution required: (Ordinary/ Special)</b>			<b>Ordinary</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>YES</b>					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes – against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		<b>(1)</b>	<b>(2)</b>	<b>(3)=[(2)/(1)]* 100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)=[(4)/(2)]*100</b>	
Promoter and Promoter Group	E-Voting	8230030	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>8230030</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public- Non Institutions	E-Voting	2769970	707414	25.5387	707414	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>2769970</b>	<b>707414</b>	<b>25.5387</b>	<b>707414</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>11000000</b>	<b>707414</b>	<b>6.4310</b>	<b>707414</b>	<b>0</b>	<b>100</b>	<b>0</b>

# S. Khurana & Associates

## Company Secretaries

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### **SCRUTINIZER'S REPORT**

[Pursuant to Section 108 of the Companies Act, 2013 (hereinafter "the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (hereinafter "the Rules") and pursuant to Ministry of Corporate Affairs General Circular No. 10/2022 dated December 28, 2022, Circular No. 20/2020 dated 5 May 2020, Circular No. 14/2020 dated April 8, 2020 and Circular No. 17/2020 dated April 13, 2020 other Circulars as issued from time to time (the "MCA Circulars") and Secretarial Standard – 2 issued by the Institute of Company Secretaries of India]

**To,  
The Chairman,**

**38<sup>th</sup> Annual General Meeting (hereinafter "AGM") of the Equity Shareholders of Adhbhut Infrastructure Limited (hereinafter "the Company") held on Wednesday, 20<sup>th</sup> day of September, 2023 at 12:00 P.M through Video Conferencing (VC) or Other Audio-Visual Means (OAVM).**

**Sub: Consolidated Scrutinizer's Report on Voting through electronic means, from a place other than the venue of meeting (hereinafter "Remote E-voting") conducted pursuant to provisions of Section 108 of the Companies Act, 2013 read with the Rules made thereunder and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter "Listing Regulations, 2015") as amended from time to time and MCA Circulars and SEBI Circular and Voting through E-voting system (hereinafter "Venue Voting") at the AGM of the Members of the Company.**

Dear Sir,

I, **Sachin Khurana**, Proprietor, S Khurana & Associates, Company Secretaries, having office situated at 207, Suchet Chambers, 1224/5, Bank Street, Karol Bagh, New Delhi-110005 have been appointed as Scrutinizer by the Board of Directors of the Company to scrutinize the process of Remote E-voting and Venue Voting at AGM in respect of the items/resolutions set forth in the notice of 38<sup>th</sup> AGM of the Company, dated August 23, 2023 (**hereinafter "the AGM Notice"**) issued in pursuant to MCA Circulars and SEBI Circular.

The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("Act") read with the Rules made thereunder. As the Scrutinizer, I have to scrutinize:

- (i) Process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling of AGM; and
- (ii) Process of e-voting at the AGM (“Venue Voting”).

### **Management's Responsibility**

The Compliance with the requirements of (i) the Act and the Rules made there-under (ii) the MCA Circulars and SEBI Circular and (iii) the Listing Regulations, 2015 relating to e-voting on the resolutions contained in the Notice calling the AGM is the responsibility of the management of the Company. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

### **Scrutinizer's Responsibility**

My responsibility as a Scrutinizer was to ensure that the e-voting process both through Remote E-voting and Venue Voting at the AGM, is conducted in a fair and transparent manner and to render you a Consolidated Scrutinizer’s Report of the total votes cast **“in favor”** or **“against”** on the resolutions, based on the reports generated through Scrutinizer's secured link as provided by **Central Depository Services (India) Limited** (hereinafter **"CDSL"**).

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

1. In terms of Section 108 of the Act read with Rule 20 of the Rules and the provisions of the Listing Regulations, 2015, as amended, the Company has engaged CDSL, being the authorized agency engaged by the Company to provide Remote E-voting facility and Venue Voting at the AGM, on all resolutions set forth in the AGM Notice dated August 23, 2023.
2. Before sending AGM Notice, the Company published advertisement pursuant to the MCA Circulars and SEBI Circular in “The Financial Express” (English Newspaper – Delhi Edition) and ‘Jansatta’ (Hindi Newspaper - Delhi Edition) on Friday August 25, 2023.
3. Thereafter, the Company has sent Notices on August 26, 2023 only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company/Depository Participants pursuant to the aforementioned MCA Circulars and SEBI Circular and the same were also displayed on the website of the Company.
4. After sending the Notices, the Company published advertisement pursuant to the MCA Circulars and SEBI Circular in English Daily Newspaper (“Financial Express”) and Hindi Daily Newspaper (“Jansatta”) on August 27, 2023.

5. The members of the Company whose names were recorded in the Register of Members maintained by the depositories (in case of shares held in dematerialized form) as on the cut-off date i.e., Wednesday, September 13, 2023 were entitled to avail either of the Remote E-voting facility prior to AGM or Venue Voting facility at the AGM, in respect of resolutions as set out in the AGM Notice.
6. In terms of AGM Notice, e-voting period begins on Sunday, September 17, 2023 (9:00 AM IST) and ends on Tuesday, September 19, 2023 (5:00 PM IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Wednesday, September 13, 2023, may cast their vote electronically. At the end of the Remote E-voting period, the Remote E-Voting facility was blocked by CDSL forthwith.
7. The E-voting facility was kept open after the conclusion of AGM for the next 15 minutes to enable the shareholders present at the Meeting to cast their vote for those who have not casted their vote during Remote E-voting.
8. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting was locked by CDSL.
9. The consolidated results of Remote E-voting and Venue Voting at the AGM are attached and marked as an **Annexure** hereto.
- 10. Based on the below results, all the Resolutions (i.e. 3 Ordinary Resolutions and 2 Special Resolutions) pertaining to the items of business set forth in the AGM Notice have been passed with requisite majority as per the provisions of the Act.**
11. I will return the registers/results and all other papers relating to Remote E-voting and Venue Voting at the AGM to the Company after the Chairman of the meeting considers, approves and signs the minutes of the AGM of the Company.

**For S Khurana & Associates**  
**Company Secretaries**  
**FRN: I2014DE1158200**  
**Peer Review No. 804/2020**

**SACHIN**  
**KHURANA**

Digitally signed by  
SACHIN KHURANA  
Date: 2023.09.20  
23:18:19 +05'30'

**CS Sachin Khurana**  
**Proprietor**  
**FCS No: 10098, CP No: 13212**  
**UDIN: F010098E001047475**

**Countersigned by:**

**Chairman of the AGM of**  
**For Adhbhut Infrastructure Limited**

**Place: New Delhi | Dated: 20/09/2023**

**ANNEXURE**

**RESULTS OF REMOTE E-VOTING AND VENUE VOTING AT THE AGM**

**ORDINARY BUSINESS (RESOLUTION NO. 1 & 2)**

<b>Resolution No. 1: (Ordinary Resolution)</b>	<b>TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2023, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON</b>
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<b>Valid votes in favor of the Resolution</b>		<b>Valid votes against the Resolution</b>		<b>Invalid votes#</b>
Nos.	%	Nos.	%	Nos.
<b>3056844</b>	<b>100</b>	-	-	<b>609370</b>

# Votes declared invalid on account on shareholder(s) being body corporate are having status as “Strike-off”.

<b>Resolution No. 2: (Ordinary Resolution)</b>	<b>TO APPOINT A DIRECTOR IN PLACE OF MR. AMMAN KUMAR (DIN: 03456445), WHO RETIRES BY ROTATION IN TERMS OF SECTION 152(6) OF THE COMPANIES ACT, 2013, AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.</b>
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<b>Valid votes in favor of the Resolution</b>		<b>Valid votes against the Resolution</b>		<b>Invalid votes#</b>
Nos.	%	Nos.	%	Nos.
<b>3056844</b>	<b>100</b>	-	-	<b>609370</b>

# Votes declared invalid on account on shareholder(s) being body corporate are having status as “Strike-off”.

**SPECIAL BUSINESS (RESOLUTION NO. 3 to 5)**

<b>Resolution No. 3: (Special Resolution)</b>	<b>TO APPOINT MR. SRI KANT (DIN: 06951400) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR</b>
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Valid votes in favor of the Resolution		Valid votes against the Resolution		Invalid votes#
Nos.	%	Nos.	%	Nos.
<b>3056844</b>	<b>100</b>	-	-	<b>609370</b>

# Votes declared invalid on account on shareholder(s) being body corporate are having status as “Strike-off”.

<b>Resolution No. 4: (Special Resolution)</b>	<b>TO APPOINT MR. SANJAY SHARMA (DIN: 09534294) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR</b>
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Valid votes in favor of the Resolution		Valid votes against the Resolution		Invalid votes#
Nos.	%	Nos.	%	Nos.
<b>3056844</b>	<b>100</b>	-	-	<b>609370</b>

# Votes declared invalid on account on shareholder(s) being body corporate are having status as “Strike-off”.

<b>Resolution No. 5: (Ordinary Resolution)</b>	<b>TO APPROVE CHANGE IN DESIGNATION AND APPOINTMENT OF MR. ANUBHAV DHAM FROM 'WHOLE TIME DIRECTOR' TO 'MANAGING DIRECTOR' OF THE COMPANY</b>
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Valid votes in favor of the Resolution		Valid votes against the Resolution		Invalid votes#
Nos.	%	Nos.	%	Nos.
<b>707414*</b>	<b>100</b>	-	-	<b>609370</b>

# 609370 Votes declared invalid on account on shareholder(s) being body corporate are having status as “Strike-off”.

\* Mr. Anubhav Dham did not casted his votes (2349430) being interested in the resolution.