



ARSS INFRASTRUCTURE PROJECTS LTD.

Date: 29th September, 2020

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 Bandra Kurla Complex, Bandra (E), Mumbai-400 051 <u>NSE Symbol: ARSSINFRA</u>
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Dear Sir/ Madam,

Sub: Proceedings and Voting Results of the 20th Annual General Meeting (“AGM”) of ARSS Infrastructure Projects Limited (“the Company”)

We wish to inform you that the 20th AGM of the Company was held on today (i.e. 29th September, 2019) at 11.00 a.m. (IST) held through Video Conferencing / Other Audio Visual Means, to transact the business as stated in the notice dated August 27, 2020, convening the AGM

In this regard, please find enclosed the following:

- 1) Summary of the proceedings of the AGM as required under Regulation 30, Para A of Part A in Schedule - III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“the Listing Regulations”) - **Annexure - I.**
- 2) Voting results of the business transacted at the AGM, as required under Regulation 44(3) of the Listing Regulations - **Annexure -II.**
- 3) Report of the Scrutinizer dated September 29, 2020, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 - **Annexure - III.**



CIN : L14103OR2000PLC006230

Regd. Office : Sector A, Zone D, Plot #38, Mancheswar Industrial Estate, Bhubaneswar 751010, Odisha

Tel : 91 674 2602763 / 2588552 / 2588554, Fax : +91 674 2585074, E-mail: response@arssgroup.in, Website : www.arssgroup.in

Corp. Office : ARSS Mall, Community Centre, Plot No. 40, Block-A, Paschim Vihar, Opposit to Jwalaheri Market, New Delhi-110063 (India)

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The voting results along with the Scrutinizer's Report dated September 29, 2020 is made available on the Company's website at www.arssgroup.in and also on the website of National Securities Depository Limited (NSDL) (<https://www.evoting.nsdl.com/>).

All the resolution placed before the meeting as per the Notice of the said 20th AGM were duly passed with requisite majority.

Kindly take the same on your record.

Thanking You,

Yours faithfully,

For ARSS Infrastructure Projects Limited

Prakash Chhajjer
Company Secretary &
Compliance Officer



Encl: As above

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Annexure - I

Summary of the Proceedings of the 20th Annual General Meeting of ARSS Infrastructure Projects Limited held on September 29, 2020 at 11.00 a.m. and concluded at 11.45 a.m.

The 20th Annual General Meeting of the Members of the Company was convened at 11 00 a m on Tuesday, September 29, 2020 held through Video Conferencing / Other Audio Visual Means and concluded at 11.45 a.m.

PRESENT

Sr. No.	Name	Designation
1	Sri Subash Agarwal	Chairman of the Meeting
2	Sri Rajesh Agarwal	Managing Director
3	Mrs. Janhabi Das	Member of the Audit Committee (Authorized by Chairman of the Audit Committee & Stake holder Relationship Committee) (Independent Director)
4	Mr. S. C. Parija	Independent Director
5	Mr. Prakash Chhajer	Company Secretary & Compliance officer

IN ATTENDANCE

Sr. No.	Name	Designation
6	CS Jyotirmoy Mishra partner of M/s. Sunita Mohanty & Associates, Company Secretaries	Secretarial Auditors
7	Mr. S. K. Pattnaik	Chief Financial Officer
8	Mr. Sunil Kumar Agarwal	CEO
9	Mr. Anil Kumar Agarwal	COO
10	Mr. R. R. Singh	AVP (Finance)
11	CA Anand Agarwal from ARMS & Associates	Statutory Auditors

Mr. Subash Agarwal, Chairman of the Company, chaired the proceedings of the meeting.

The Chairman welcomed the shareholders and directors 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. Participation of members through video conference was

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reckoned for the purpose of quorum as per the circulars issued by MCA and Section 103 of the Companies Act, 2013. The requisite quorum was present through video conference and called the meeting to order.

The relevant Registers and other statutory records as per the provisions of the Companies Act, 2013 and rules thereof were available for inspection by the member's electronically.

There were in total 39 members (Including authorized Representatives) attended the meeting through Video Conference.

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. Mr. Pareswar Panda, Independent Director and Mr. K. C. Raut, Nominee Director could not attend due to some preoccupation.

The Chairman declared with the permission of the members that the notice convening the 20th Annual General Meeting and the Directors' Report having been circulated already, be taken as read. The Auditors Report has qualifications, which was read as required under the provisions of the Companies Act, 2013.

The Chairman briefed the procedure for participation of the meeting through Video Conference. He then mentioned that some of the shareholders had registered as speaker shareholders to raise questions and provide feedback 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 and speaker shareholders were un-muted when their turn for raising questions came up.

Thereafter, the Chairman addressed the members. He pointed out the achievements made by the Company since the last Annual General Meeting. He explained the Company's policy in formulating plans for the growth of the Company in this COVID-19 Pandemic situation. He also explained about the industry outlook. He extends his condolences to those who have lost a loved one due to COVID-19 pandemic.

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.



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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 26, 2020 and ended at 05.00 p.m. on September 28, 2020. 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, 22nd September, 2020 to Tuesday, 29th September, 2020 (both days inclusive).

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 Mohanty & 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, 2020 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 2019-20 along-with the qualifications and reply of the board of directors in their report.

Thereafter the Chairman invited members who would like to make comments, make observations and seek clarifications. Some Members addressed the Meeting as speaker and gave suggestions and raised queries on the Company's Financial Statements and Business, which were replied by the CFO upon request made by the chairman. The CFO further, briefly narrated the future plans and prospects of the company. The members thanked the Company for investor servicing and for providing VC facility and requested clarity on the business aspects which were replied by the Chairman satisfactorily. The Chairman then thanked the members for their participation and announced formal closure of the General Meeting of the Company.

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The Company Secretary took up following agendas one by one as contained in the Notice of 20th Annual General Meeting of the Company.

Si. No.	Item of Business	Resolution considered
	ORDINARY BUSINESS:	
1	To consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors ("the Board") and auditors thereon.	Ordinary Resolution
2	Appointment of Mr. Rajesh Agarwal (DIN: 00217823) as a director liable to retire by rotation	Ordinary Resolution
	SPECIAL BUSINESS:	
3	Ratification for remuneration etc of Cost Auditors, M/s. Asutosh & Associates, Cost Accountants, Bhubaneswar for the Financial year 2020-21.	Ordinary Resolution
4	Special Resolution for approval for continuation of directorship of Mr. Krishna Chandra Raut as Non Executive Nominee Director on attainment of 75 years of age.	Special Resolution
5	Special Resolution for re-appointment of Mr. Rajesh Agarwal (DIN-00217823) as Managing Director of the Company without any remuneration for a further period of five years with effect from 1st April, 2021 to 31st March, 2026 and he shall have the right to manage the day -to- day business affairs of the company subject to the superintendence, guidance, control and direction of the Board of Directors of the Company	Special Resolution

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

Some Members addressed the Meeting as speaker. The Chairman thanked the Members for the kind words and appreciation and state that their suggestions and feedback would be evaluated.

The Chairman thanked all Directors, 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 Chairman 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

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(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 proposed formal vote of thanks to the Chairman.

Post the conclusion of the voting, The Scrutinizer's report was received by the chairman.

Accordingly, the Chairman declared on the same day (i.e. September 29, 2020) at 07.30 p.m. that all the above resolutions as set out in the Notice of 20th AGM dated August 27, 2020 were duly passed with the requisite majority.

The Consolidated scrutinizer's report was uploaded on the website of the Company and NSDL's website. Further the results in the format prescribed were notified to the stock exchange under Regulation 44 of the SEBI (LODR) Regulation, 2015.

For ARSS Infrastructure Projects Limited

Prakash Chhajer
(Company Secretary
& Compliance Officer)
FCS-8473



Date: 29th September, 2020

Place: Bhubaneswar

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Annexure - II

ARSS Infrastructure Projects Limited (CIN:L14103OR2000PLC006230)

Details of voting results of the 20th Annual General Meeting held on September 29, 2020
Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

Date of AGM	Tuesday, September 29, 2020
Total number of shareholders on record date (i.e. 22.09.2020)	17079
No. of shareholders present in the meeting either in person (including authorized representative) :	
- Promoter and Promoter Group	5
- Public	-
No. of Shareholders attended the meeting through Video Conferencing	
- Promoter and Promoter Group	6
- Public	28

In case of Poll/ Postal ballot/ E-Voting:

The Mode of voting for all resolution: Remote e- voting, e-voting at Annual General Meeting.



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Agenda- wise disclosure:

Resolution No. 1:

To consider and adopt the Audited Financial Statements (including the consolidated financial statements) of the Company for the financial year ended 31st March, 2020 and the Report of the Board of Directors and Auditors thereon (Ordinary resolution)

Resolution required : Ordinary/ Special			Ordinary Resolution						
Whether Promoter /promoter group are interested in the agenda/ resolution?			No						
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	10,434,985	98.2628	10,434,985	-	100.0000	-	
	Poll		-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total		10,434,985	98.2628	10,434,985	-	100.0000	-	
Public-Institutions	E-Voting	-	-	-	-	-	-	-	
	Poll		-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total		-	-	-	-	-	-	
Public- Non Institutions	E-Voting	12,118,498	8,136	0.0671	8,001	135	98.3407	1.6593	
	Poll		-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total		8,136	0.0671	8,001	135	98.3407	1.6593	
Total		22,737,966	10,443,121	45.9281	10,442,986	135	99.9987	0.0013	

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Resolution No. 2: To appoint a Director in place of Mr. Rajesh Agarwal (DIN: 00217823), who retires by rotation and being eligible, offers himself for re-appointment.(Ordinary resolution)

Resolution required : Ordinary/ Special			Ordinary Resolution					
Whether Promoter /promoter group are interested in the agenda/ resolution?			No					
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		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	8,121	0.0670	7,936	185	97.7220	2.2780
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		8,121	0.0670	7,936	185	97.7220	2.2780
Total		22,737,966	9,904,361	43.5587	9,904,176	185	99.9981	0.0019



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Resolution No. 3: Ratification of the remuneration of the cost auditors for the financial year 2020-21
(Ordinary Resolution)

Resolution required : Ordinary/ Special			Ordinary Resolution					
Whether Promoter /promoter group are interested in the agenda/ resolution?			No					
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	10,434,985	98.2628	10,434,985	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		10,434,985	98.2628	10,434,985	-	100.0000	-
Public- Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public- Non Institutions	E-Voting	12,118,498	8,121	0.0670	7,986	135	98.3376	1.6624
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		8,121	0.0670	7,986	135	98.3376	1.6624
Total		22,737,966	10,443,106	45.9281	10,442,971	135	99.9987	0.0013



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Resolution No. 4: Special Resolution for approval for continuation of directorship of Mr. Krishna Chandra Raut as Non Executive Nominee Director on attainment of 75 years of age. (Special resolution)

Resolution required : Ordinary/ Special			Ordinary Resolution					
Whether Promoter /promoter group are interested in the agenda/ resolution?			No					
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	10,434,985	98.2628	10,434,985	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		10,434,985	98.2628	10,434,985	-	100.0000	-
Public- Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public- Non Institutions	E-Voting	12,118,198	8,121	0.0670	7,886	235	97.1063	2.8937
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		8,121	0.0670	7,886	235	97.1063	2.8937
Total		22,737,966	10,443,106	45.9281	10,442,871	235	99.9977	0.0023



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Resolution No. 5: Special Resolution for re-appointment of Mr. Rajesh Agarwal (DIN-00217823) as Managing Director of the Company without any remuneration for a further period of five years with effect from 1st April, 2021 to 31st March, 2026 and he shall have the right to manage the day -to- day business affairs of the company subject to the superintendence, guidance, control and direction of the Board of Directors of the Company. (Special resolution)

Resolution required : Ordinary/ Special			Special Resolution					
Whether Promoter /promoter group are interested in the agenda/ resolution?			No					
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		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	8,121	0.0670	7,936	185	97.7220	2.2780
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		8,121	0.0670	7,936	185	97.7220	2.2780
Total		22,737,966	9,904,361	43.5587	9,904,176	185	99.9981	0.0019

Notes: All the aforesaid resolutions are passed with requisite majority.



CIN : L14103OR2000PLC006230

Regd. Office : Sector A, Zone D, Plot #38, Mancheswar Industrial Estate, Bhubaneswar 751010, Odisha

Tel : 91 674 2602763 / 2588552 / 2588554, Fax :+91 674 2585074, E-mail: response@arssgroup.in, Website : www.arssgroup.in

Corp. Office : ARSS Mall, Community Centre, Plot No. 40, Block-A, Paschim Vihar, Opposit to Jwalaheri Market, New Delhi-110063 (India)

Tel.:+91 1125252024, Fax : +91 1125252012, E-mail : delhi@arssgroup.in

SUNITA MOHANTY & ASSOCIATES

COMPANY SECRETARIES

Plot-84, Central Bank of India Building, Rasulgarh, Bhubaneswar- 751010, Ph : 0674-6668666 (O)
9861060158, 9437255625, Email :secretarial@sunitamohantyandassociates, cssunita@gmail.com

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rule, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]

Date: 29.09.2020

To
The Chairman,
ARSS Infrastructure Projects Limited
Plot No-38, Sector-A, Zone-D,
Mancheswar Industrial Estate,
Bhubaneswar-751 010,
Odisha, India

Sub. Consolidated Scrutinizer's Report on remote e voting conducted pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulation, 2015 read with the provisions of section 108 of the Companies Act, 2013 ("the Act") and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 ("the Rules") and e-voting at the 20th Annual General Meeting of ARSS Infrastructure Projects Limited held on Tuesday, September 29, 2020 at 11.00 a.m.

Dear Sir,

I, Jyotirmoy Mishra (Membership. No. F6556, CP No. 6022), Partner, M/s Sunita Mohanty & Associates, Company Secretaries, Bhubaneswar had been appointed as the Scrutinizer by ARSS Infrastructure Projects Limited ("the Company") for the purpose of scrutinizing the remote e-voting process as well as for voting conducted through electronics means at the 20th Annual General Meeting of the shareholders of the Company held on Tuesday, September 29, 2020 at 11.00 a.m. through Video Conference/other Audio Visual Means in a fair and transparent manner and ascertaining the requisite majority of voting carried out as per the provisions of the Companies Act, 2013 on the below mentioned resolution(s). The company had provided to the members facility of remote e-voting and voting by electronic means at the Annual General Meeting which was allowed to be continued for 15 minutes after the conclusion of the meeting.

The management of the Company is responsible to ensure the compliance with the requirements of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Act and the Rules framed there under relating to remote e-voting on the Resolution contained in the notice of 20th Annual General Meeting dated 27th August, 2020. My responsibility as



Scrutinizer is restricted to make a Scrutinizer's Report of the Votes Cast "In favour" or "against" the resolutions and "Invalid" Votes based on report generated from the Electronic platform Provided by National Securities Depository Limited (NSDL), The Authorized agency to provide remote e-voting Facilities, engaged by the Company and e-voting at the Annual General Meeting.

I, submit my report as under:

1. The company had availed the remote e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the shareholders of the Company.
2. The Company had also provided e voting facility to the shareholders present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.
3. The voting period for remote e-voting commenced on Saturday, September 26, 2020 at 09.00 a.m. (IST) and ended on Monday, September 28, 2020 at 05.00 p.m. (IST). The Members were required to cast their vote electronically conveying their assent/dissent in respect of all the Resolution(s) on e-voting platform provided by NSDL. The remote e-voting module was disabled by NSDL for voting thereafter. The e-voting facility was again activated by NSDL for Voting at the AGM on Tuesday, 29th September, 2020.
4. The shareholders of the company holding shares as on the "cut-off" date of September 22, 2020 were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting.
5. After the close of period for remote e-voting, the details of the members, such as their names, folio numbers, number of shares held, who had casted their votes through remote e voting, were downloaded from the e-voting website of NSDL, for the purpose of ensuring that the members who have casted their votes through remote e-voting, do not vote again at the 20th AGM.
6. The e-voting at the AGM commenced on Tuesday, 29th September, 2020 at 11:10 a.m. and closed at 12.00 noon
7. The votes were finally unblocked on Tuesday, September 29, 2020 at around 03.35 p.m. in presence of two witnesses viz. Mr. Nilakantha Samal and Mr. Bimal Pattnaik who are not in the employment of the company and who have signed at the end of the report in token of the same.
8. Thereafter, the details containing, inter-alia, List of equity shareholders, who voted "FOR" and/or "AGAINST", were downloaded from the e-voting website of National Securities Depository Limited (NSDL). ([https:// www.evoting.nsdl.com](https://www.evoting.nsdl.com))



9. Based on reports generated from the e-voting website of NSDL and e-voting at the 20th Annual General Meeting, the consolidated report on the results of the voting on each resolution are given hereunder.

Resolution No. 1

To receive, consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors ('the Board') and auditors thereon. (Ordinary resolution)

Particulars	Number of Members voted through Remote e-voting	Number of Remote E-votes casted	Number of Members voted through Physical Ballot forms	Number of votes casted through Physical Ballot forms	Number of Members voted through e-voting at the AGM	Number of votes casted by e-voting at AGM	Total Number of votes cast through Remote e-voting and e-voting at AGM	% of total number of valid votes cast
	1	2	3	4	5	6	7=(2+4+6)	8
Voted in favour of the resolutions	35	10442986	0	0	0	0	10442986	99.9987
Voted against the resolutions	2	135	0	0	0	0	135	0.0013
Total	37	10443121	0	0	0	0	10443121	100.0000
Invalid / Abstain votes	0	0	0	0	0	0	0	0.00



Resolution No. 2

To appoint a Director in place of Mr. Rajesh Agarwal (DIN: 00217823), who retires by rotation and being eligible, offers himself for re-appointment.(Ordinary resolution)

Particulars	Number of Members voted through Remote e-voting	Number of Remote E-votes casted	Number of Members voted through Physical Ballot forms	Number of votes casted through Physical Ballot forms	Number of Members voted through e-voting at the AGM	Number of votes casted by e-voting at AGM	Total Number of votes cast through Remote e-voting and e-voting at AGM	% of total number of valid votes cast
	1	2	3	4	5	6	7=(2+4+6)	8
Voted in favour of the resolutions	32	9904176		0	0	0	9904176	99.9981
Voted against the resolutions	3	185	0	0	0	0	185	0.0019
Total	35	9904361	0	0	0	0	9904361	100.0000
Invalid / Abstain votes	0	0	0	0	0	0	0	0.00



SUNITA MOHANTY & ASSOCIATES**COMPANY SECRETARIES**

Resolution No. 3

Ratification of the remuneration of the cost auditors for the financial year 2020-21 (Ordinary Resolution)

Particulars	Number of Members voted through Remote e-voting	Number of Remote E-votes casted	Number of Members voted through Physical Ballot forms	Number of votes casted through Physical Ballot forms	Number of Members voted through e-voting at the AGM	Number of votes casted by e-voting at AGM	Total Number of votes cast through Remote e-voting and voting at AGM	% of total number of valid votes cast
	1	2	3	4	5	6	7=(2+4+6)	8
Voted in favour of the resolutions	34	10442971		0	0	0	10442971	99.9987
Voted against the resolutions	2	135	0	0	0	0	135	0.0013
Total	36	10443106	0	0	0	0	10443106	100.0000
Invalid / Abstain votes	0	0	0	0	0	0	0	0.00



Resolution No. 4

Special Resolution for approval for continuation of directorship of Mr. Krishna Chandra Raut as Non Executive Nominee Director on attainment of 75 years of age. (Special resolution)

Particulars	Number of Members voted through Remote e-voting	Number of Remote E-votes casted	Number of Members voted through Physical Ballot forms	Number of votes casted through Physical Ballot forms	Number of Members voted through e-voting at the AGM	Number of votes casted by e-voting at AGM	Total Number of votes cast through Remote e-voting and e-voting at AGM	% of total number of valid votes cast
	1	2	3	4	5	6	7=(2+4+6)	8
Voted in favour of the resolutions	32	10442871		0	0	0	10442871	99.9977
Voted against the resolutions	4	235	0	0	0	0	235	0.0023
Total	36	10443106	0	0	0	0	10443106	100.0000
Invalid / Abstain votes	0	0	0	0	0	0	0	0.00



Resolution No. 5

Special Resolution for re-appointment of Mr. Rajesh Agarwal (DIN-00217823) as Managing Director of the Company without any remuneration for a further period of five years with effect from 1st April, 2021 to 31st March, 2026 and he shall have the right to manage the day -to- day business affairs of the company subject to the superintendence, guidance, control and direction of the Board of Directors of the Company. (Special resolution)

Particulars	Number of Members voted through Remote e-voting	Number of Remote E-votes casted	Number of Members voted through Physical Ballot forms	Number of votes casted through Physical Ballot forms	Number of Members voted through e-voting at the AGM	Number of votes casted by e-voting at AGM	Total Number of votes cast through Remote e-voting and e-voting at AGM	% of total number of valid votes cast
	1	2	3	4	5	6	7=(2+4+6)	8
Voted in favour of the resolutions	32	9904176		0	0	0	9904176	99.9981
Voted against the resolutions	3	185	0	0	0	0	185	0.0019
Total	35	9904361	0	0	0	0	9904361	100.0000
Invalid / Abstain votes	0	0	0	0	0	0	0	0.00



You may accordingly declare the result of voting for each resolution of the AGM.

I hereby confirm that the papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting where after the same will be handed over to the Company Secretary for safe keeping.

Thinking You,
Yours faithfully,


For M/s Sunita Mohanty & Associates
Company Secretaries


Jyotirmoy Mishra, FCS

C.P. 6022. PARTNER

CS Jyotirmoy Mishra
Membership Number -F6556
C. P. No. - 6022
UDIN : F006556B000809039

We, the under signed witnesses that the votes in respect of e-voting of shareholders of ARSS Infrastructure Projects Limited, were unblocked from e-voting website of NSDL in our presence at 03.35 p.m. on 29th September, 2020.


Nilakantha Samal


Bimal Pattnaik