



G R INFRAPROJECTS LIMITED

(Formerly known as G.R. Agarwal Builders and Developers Limited)

CIN : L45201GJ1995PLC098652

26th August 2022

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400001
Scrip Code: 543317

National Stock Exchange of India Limited
Exchange Plaza, Plot No. C-1
G Block, Bandra-Kurla Complex, Bandra(E)
Mumbai -400051
Symbol: GRINFRA

Sub: Outcome of 26th Annual General Meeting of G R Infraprojects Limited held on Thursday, 25th August 2022 through Video Conferencing.

Dear Sir,

This is to inform that the 26th Annual General Meeting ("AGM") of the members of G R Infraprojects Limited ("the Company") was held on 25th August 2022 at 3:00 PM (IST) through Video Conferencing ("VC") /Other Audio-Visual Means ("OAVM") in compliance with applicable provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with Circulars issued by Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI"). In this regard, kindly find attached the following:

- Summary of proceedings of the AGM of the Company, pursuant to Regulation 30 read with Para A of Part A of Schedule III of the Listing Regulations: *Annexure-1*
- Voting Results of the business transacted at the AGM pursuant to Regulation 44(3) of the Listing Regulations, in the format prescribed under SEBI Circular No. CIR/CFD/CMD/8/2015, dated 4th November 2015: *Annexure-2*
- Consolidated Report of the Scrutinizer dated 25th August 2022 pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014: *Annexure-3*

The Voting Results along with the Scrutinizer's Report is also available on the website of the Company viz. www.grinfra.com and on the website of the Kfin Technologies Limited at <https://evoting.kfintech.com/>. The AGM was concluded at 3:54 PM (IST)

You are requested to kindly take the above information on record.

Thanking you,

Yours sincerely,

For G R Infraprojects Limited

Sudhir Mutha
Company Secretary
ICSI Membership No. ACS18857
Enclosed: As above.



CORPORATE OFFICE :
2nd Floor, Novus Tower
Plot No. 18, Sector-18
Gurugram, Haryana-122015, India
Ph. : +91-124-6435000

HEAD OFFICE :
GR House, Hiran Magri, Sector-11
Udaipur, Rajasthan-313002, India
Ph. : +91-294-2487370, 2483033

REGISTERED OFFICE :
Revenue Block No. 223
Old Survey No. 384/1, 384/2, Paiki
and 384/3, Khata No. 464, Kochariya
Ahmedabad, Gujarat-382220, India



Email : info@grinfra.com | Website : www.grinfra.com

Annexure-1

Proceedings of the 26th Annual General Meeting of G R Infraprojects Limited

1. Date, Time and Venue of the Meeting:

The 26th Annual General Meeting ("AGM") of the Company was held on Thursday, 25th August 2022 at 3:00 PM (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). The deemed venue for the AGM was the registered office situated at Revenue Block No. 223, Old Survey No. 384/1, 384/2 Paiki and 384/3, Khata No. 464, Kochariya, Ahmedabad -382220.

2. Proceedings in brief:

- i. The Company Secretary informed that the 26th Annual General Meeting ("AGM") of the Company is being conducted through Video Conferencing or Other Audio-Visual Means, in accordance with various circulars issued by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI") in this regard and in compliance with the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). He welcomed all the members and introduced all the Directors present at the meeting, particularly confirming the presence of Chairman of Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee. He further informed that representatives of Statutory Auditors i.e. S R B C & CO LLP, Secretarial Auditor and Scrutinizer i.e. Ronak Jhuthawat & Co., Company Secretaries and Mr. Rajendra Singh Bhati, Partner of Rajendra Singh Bhati & Co, Cost Auditors of the Company are also attending the meeting.
- ii. The Company Secretary informed that all the Statutory Registers were available for inspection electronically.
- iii. Sixty four members attended the AGM through Video Conferencing. The Company Secretary confirmed the presence of requisite quorum and requested Mr. Vinod Kumar Agarwal, Chairman, to formally announce the commencement of proceedings and address the Shareholders.
- iv. Mr. Vinod Kumar Agarwal, Chairman presided over the meeting and after ascertaining the quorum called the meeting to order at 3:00 PM.
- v. The Chairman then addressed the Members highlighting inter-alia the financial performance of the Company for the financial year 2021-22, projects won and status of order book position, industry overview, future outlook etc.
- vi. The Notice convening 26th AGM read with corrigendum dated 19th August 2022 was taken as read.
- vii. The independent auditor's reports on the Company's consolidated and standalone financial statements for the financial year 2021-22 were unqualified and hence were not read out at the meeting.
- viii. Company Secretary informed the members that Ronak Jhuthawat & Co., Company Secretaries, was appointed as the scrutinizer for the purpose of scrutinizing the e-voting at the Meeting and remote e-voting process. Necessary instructions regarding e-voting were also communicated to the members.
- ix. Members were also given the opportunity to ask questions and seek clarifications. The members raised queries, sought clarifications and gave their suggestions. The management provided necessary clarifications and addressed all the queries raised by the members.



3. Voting by members:

The Company had provided remote e-voting facility to its members to cast votes electronically, for all the 7 items of business set out in the notice from 22nd August 2022 (9:00 AM) to 24th August 2022 (5:00 PM). Further, the facility for e-voting was made available to the members who were present at the Meeting and had not casted their votes by remote e-voting. Voting was conducted by e-voting on all the resolutions as set out in the AGM Notice. All the e-voting instructions were clearly stated in the AGM Notice. The Meeting concluded with a Vote of thanks at 3:54 PM after being open for 15 minutes from the time of closure of the meeting for instapoll i.e. voting at AGM. After the completion of the AGM, Ronak Jhuthawat & Co., Company Secretaries ("the Scrutinizer") unblocked the votes casted through remote e-voting and e-voting at AGM and submitted their report. Based on the Report issued by the Scrutinizer, all the Resolutions as set out in the Notice of the 26th AGM were passed with requisite majority as given below:

Ordinary Business:

- a) To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2022 together with the Report of Auditors and Directors thereon.
- b) To appoint a Director in place of Mr. Ramesh Chandra Jain (DIN: 09069250) who retires by rotation and being eligible, offers himself for reappointment.
- c) To appoint a Director in place of Mr. Vikas Agarwal (DIN: 03113689) who retires by rotation and being eligible, offers himself for reappointment.

Special Business:

- d) **Ordinary Resolution:** Ratification of Remuneration of Cost Auditors for the Financial Year 2022-23.
- e) **Special Resolution:** Appointment of Mr. Rajan Malhotra (DIN: 09613669) as an Independent Director of the Company:
- f) **Ordinary Resolution:** Approval of proposed Related Party Transaction(s) with Bharat Highways InvIT.
- g) **Special Resolution:** Approval for selling or disposing of assets / undertaking(s) of the Company.

4. Statutory Confirmation:

All compliance of the Act and Secretarial Standards with respect to calling, convening and conducting the Annual General Meeting were complied with.



ANNEXURE-2

	G R INFRAPROJECTS LIMITED
Date of the AGM/EGM	25-08-2022
Total number of shareholders on record date	73627
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:	19
Public:	45

Resolution No.	1							
Resolution required: (Ordinary/ Special)	Ordinary Resolution To receive, consider and adopt the Audited Standalone Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2022 together with the Report of Auditors and Directors thereon.							
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	83,674,432	83,674,432	100.0000	83,674,432	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		83,674,432	100.0000	83,674,432	0	100.0000	0.0000
Public- Institutions	E-Voting	9,617,196	9,494,672	98.7260	9,494,672	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		9,494,672	98.726	9,494,672	0	100.0000	0.0000
Public- Non Institutions	E-Voting	3,397,382	1,504,620	44.2876	1,504,551	69	99.9954	0.0045
	Poll		204	0.0060	196	8	96.0784	3.9215
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,504,824	44.2936	1,504,747	77	99.9949	0.0051
Total		96,689,010	94,673,928	97.9159	94,673,851	77	99.9999	0.0001

Result: carried by requisite majority

There were no invalid votes under any of the above category



Resolution No.	2							
Resolution required: (Ordinary/ Special)	Ordinary Resolution To appoint a Director in place of Mr. Ramesh Chandra Jain (DIN 09069250) who retires by rotation and being eligible, offers himself for reappointment.							
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	83,674,432	83,674,432	100.0000	83,674,432	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		83,674,432	100.0000	83,674,432	0	100.0000	0.0000
Public- Institutions	E-Voting	9,617,196	9,494,672	98.7260	9,494,672	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		9,494,672	98.726	9,494,672	0	100.0000	0.0000
Public- Non Institutions	E-Voting	3,397,382	1,504,201	44.2753	1,504,036	165	99.9890	0.0109
	Poll		204	0.0060	196	8	96.0784	3.9215
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,504,405	44.2813	1,504,232	173	99.9885	0.0115
	Total	96,689,010	94,673,509	97.9155	94,673,336	173	99.9998	0.0002

Result: carried by requisite majority

There were no invalid votes under any of the above category



Resolution No.	3							
Resolution required: (Ordinary/ Special)	Ordinary Resolution To appoint a Director in place of Mr. Vikas Agarwal (DIN 03113689) who retires by rotation and being eligible, offers himself for reappointment.							
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	83,674,432	76,203,984	91.0720	76,203,984	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		76,203,984	91.0720	76,203,984	0	100.0000	0.0000
Public- Institutions	E-Voting	9,617,196	9,494,672	98.7260	9,494,672	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		9,494,672	98.726	9,494,672	0	100.0000	0.0000
Public- Non Institutions	E-Voting	3,397,382	1,504,606	44.2872	1,504,395	211	99.9859	0.0140
	Poll		204	0.0060	196	8	96.0784	3.9215
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,504,810	44.2932	1,504,591	219	99.9854	0.0146
Total		96,689,010	87,203,466	90.1896	87,203,247	219	99.9997	0.0003

Result: carried by requisite majority

There were no invalid votes under any of the above category



Resolution No.	4							
Resolution required: (Ordinary/ Special)	Ordinary Resolution Ratification of Remuneration of Cost Auditors for the Financial Year 2022-23.							
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	83,674,432	83,674,432	100.0000	83,674,432	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		83,674,432	100.0000	83,674,432	0	100.0000	0.0000
Public- Institutions	E-Voting	9,617,196	9,494,672	98.7260	9,494,672	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		9,494,672	98.726	9,494,672	0	100.0000	0.0000
Public- Non Institutions	E-Voting	3,397,382	1,504,588	44.2867	1,504,372	216	99.9856	0.0143
	Poll		204	0.0060	196	8	96.0784	3.9215
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,504,792	44.2927	1,504,568	224	99.9851	0.0149
	Total	96,689,010	94,673,896	97.9159	94,673,672	224	99.9998	0.0002

Result: carried by requisite majority

There were no invalid votes under any of the above category



Resolution No.	5							
Resolution required: (Ordinary/ Special)	Special Resolution Appointment of Mr. Rajan Malhotra (DIN 09613669) as an Independent Director of the Company.							
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	83,674,432	83,674,432	100.0000	83,674,432	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		83,674,432	100.0000	83,674,432	0	100.0000	0.0000
Public- Institutions	E-Voting	9,617,196	9,494,672	98.7260	8,537,239	957,433	89.9161	10.0838
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		9,494,672	98.726	8,537,239	957,433	89.9161	10.0839
Public- Non Institutions	E-Voting	3,397,382	1,504,563	44.2860	1,500,558	4,005	99.7338	0.2661
	Poll		204	0.0060	196	8	96.0784	3.9215
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,504,767	44.292	1,500,754	4,013	99.7333	0.2667
	Total	96,689,010	94,673,871	97.9159	93,712,425	961,446	98.9845	1.0155

Result: carried by requisite majority

There were no invalid votes under any of the above category



Resolution No.	6							
Resolution required: (Ordinary/ Special)	Ordinary Resolution Approval of proposed Related Party Transaction(s) with Bharat Highways InvIT.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	83,674,432	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	9,617,196	9,494,672	98.7260	8,066,456	1,428,216	84.9577	15.0422
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		9,494,672	98.726	8,066,456	1,428,216	84.9577	15.0423
Public- Non Institutions	E-Voting	3,397,382	1,503,010	44.2578	1,499,054	3,956	99.6973	0.2631
	Poll		204	0.0060	196	8	96.0784	3.9215
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,503,214	44.2638	1,499,250	3,964	99.7363	0.2637
Total		96,689,010	10,997,886	11.3745	9,565,706	1,432,180	86.9777	13.0223

Result: carried by requisite majority

595 votes were invalid votes under Public-non Institutional category.



Resolution No.	7							
Resolution required: (Ordinary/ Special)	Special Resolution Approval for selling or disposing of assets / undertaking(s) of the Company.							
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	83,674,432	83,674,432	100.0000	83,674,432	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		83,674,432	100.0000	83,674,432	0	100.0000	0.0000
Public- Institutions	E-Voting	9,617,196	9,494,672	98.7260	8,066,456	1,428,216	84.9577	15.0422
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		9,494,672	98.726	8,066,456	1,428,216	84.9577	15.0423
Public- Non Institutions	E-Voting	3,397,382	1,504,621	44.2877	1,500,602	4,019	99.7328	0.2671
	Poll		204	0.0060	196	8	96.0784	3.9215
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,504,825	44.2937	1,500,798	4,027	99.7324	0.2676
	Total	96,689,010	94,673,929	97.9159	93,241,686	1,432,243	98.4872	1.5128

Result:carried by requisite majority

There were no invalid votes under any of the above category





RONAK JHUTHAWAT & CO.

Practicing Company Secretaries & Trademark Agent

Annexure-3

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
26th Annual General Meeting of the Members of
G R INFRAPROJECTS LIMITED
Revenue Block No. 223, Old Survey No. 384/1, 384/2 Paiki &
384/3, Khata No.464, Kochariya, Ahmedabad 382220.

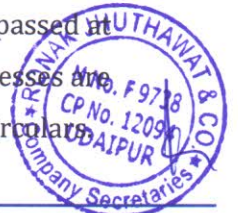
Dear Sir,

Sub: 26th Annual General Meeting of the Shareholders of G R INFRAPROJECTS LIMITED held on Thursday, 25th August, 2022 at 03:00 P.M. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

I, Ronak Jhuthawat of M/s Ronak Jhuthawat & Co., Company Secretary in practice (Certificate of Practice no. 12094), have been appointed by the Board of Directors of **G R INFRAPROJECTS LIMITED** (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting and e-voting during 26th Annual General Meeting in a fair and transparent manner, in respect of resolutions as per attached Annexure-1 transacted at the 26th Annual General Meeting (AGM) of the Shareholders of the Company.

I hereby submit my report as under:

As per the General Circular No. 02/2022 dated 5th May 2022 read with Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021 and 21/2021 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021, 14th December 2021 respectively issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May 2022 (collectively referred to as "SEBI Circular") in view of COVID-19 pandemic, the said notification permits to hold AGM via **Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")**. As confirmed by the Company, notice dated 29th July 2022 was sent to the shareholders in respect of the resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the above mentioned circulars.



**Off. : 328, Samriddhi Complex, 3rd Floor, Above Udaipur Urban Co operative Bank
Opp. Krishi Upaz Mandi, Sector 11 Main Road, Udaipur-313001 (Raj.)
Mob. : 9887422212 | E-mail : csronakjhuthawat@gmail.com**

- A. The Company has appointed M/S KFin Technologies Limited to provide and facilitate remote e-voting services to the members of the Company to cast their votes through a secured electronic mode on the resolutions to be transacted at the said AGM.
- B. The Company had also provided e-voting facility to those shareholders who attended the AGM through VC / OAVM and who had not cast their vote through remote e-voting earlier.
- C. The cut-off date for determining the eligibility of the members to vote by remote e-voting or e-voting at the AGM was 18th August, 2022. As on "Cut-off" date i.e. 18th August, 2022, there were 73627 (Seventy Three Thousand Six Hundred Twenty Seven) shareholders.
- D. The remote e-voting facility started on 22nd August 2022 (9:00 A.M.) and ended on 24th August 2022 (5:00 P.M.).
- E. The requisite advertisements pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014, as amended and in compliance with Ministry of Corporate Affairs Circular No. 20/2020 dated 5th May 2020 were published in "Financial Express" (in English) (All editions) on 31st July, 2022 and in "Financial Express" (in Gujarati) (Gujarati Edition) on 30th July, 2022.
- F. The votes cast through remote e-voting and through e-voting were unblocked at 03.54 P.M. after conclusion of voting at the AGM held on Thursday, 25th August, 2022 in the presence of two witnesses who were not the employees of the Company.
- G. Based on the details containing list of Members who have casted their votes on remote e-voting platform as downloaded from the e-voting website of KFin Technologies Limited (www.evoting.kfintech.com) and the votes cast by the members through VC / OAVM during AGM, the consolidated results of the remote e-voting and e-voting during AGM, on all items of the business transacted at the AGM held on Thursday, 25th August 2022 are given in the Annexure-1 enclosed herewith, forming part of this Report.



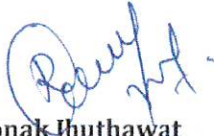
CONCLUSION:

All the Resolutions mentioned in the AGM notice dated 29th July 2022 under the remote e-voting and e-voting through VC / OAVM during Annual General Meeting have been passed with requisite majority.

Thanking you,

Yours faithfully,

**For Ronak Jhuthawat & Co.
Company Secretaries**



**Ronak Jhuthawat
Proprietor
Membership No. FCS 9738-COP No. 12094
Peer Review No.: 1270/2021
UDIN- F009738D000849588**

**Place: Udaipur
Date: 25th August, 2022**

Counter signed by
For G R INFRAPROJECTS LIMITED



**Sudhir Mutha
Company Secretary
Authorised Person**

**Place: Gurugram
Date: 25th August, 2022**

Annexure-1

G R INFRAPROJECTS LIMITED

26th Annual General Meeting held on Thursday, 25th August, 2022 at 3:00 P.M.

CONSOLIDATED RESULTS OF VOTES CAST THROUGH REMOTE E-VOTING & THROUGH VIDEO CONFERENCING
(VC)/OTHER AUDIO VISUAL MEANS (OAVM)

Item No. of Notice of AGM	Subject matter of the Resolution (in brief)		REMOTE E-VOTING		E-VOTING AT AGM*		TOTAL		%age	Invalid Votes	
			No. of members voted	No. of valid votes cast	No. of members voted	No. of valid votes cast	No. of members voted	No. of valid votes cast	of total valid votes	No. of Members	No. of invalid votes
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)
1	Ordinary Resolution to receive, consider and adopt the Audited Standalone Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2022 together with the Report of Auditors and Directors thereon.	In Favour	246	94673655	8	196	254	94673851	99.99	NIL	NIL
		Against	3	69	1	8	4	77	0.01		
		Total	249	94673724	9	204	258	9,46,73,928	100.00		
2	Ordinary Resolution for re-appointment of Mr. Ramesh Chandra Jain (DIN: 09069250) as a Director, who retires by rotation.	In Favour	239	94673140	8	165	247	9,46,73,305	99.99	NIL	NIL
		Against	8	165	1	8	9	173	0.01		
		Total	247	94673305	9	173	256	9,46,73,478	100.00		
3	Ordinary Resolution for re-appointment of Mr. Vikas Agarwal (DIN: 03113689) as a Director, who retires by rotation.	In Favour	233	87203051	8	196	241	8,72,03,247	99.99	NIL	NIL
		Against	9	211	1	8	10	219	0.01		
		Total	242	87203262	9	204	251	8,72,03,466	100.00		
4	Ordinary Resolution for Ratification of Remuneration of Cost Auditor of the Company for Financial Year 2022-23.	In Favour	237	94673476	8	196	245	9,46,73,672	99.99	NIL	NIL
		Against	10	216	1	8	11	224	0.01		
		Total	247	94673692	9	204	256	9,46,73,896	100.00		
5	Special Resolution for appointment of Mr. Rajan Malhotra (DIN: 09613669) as an Independent Director of the Company.	In Favour	229	93712229	8	196	237	9,37,12,425	98.98	NIL	NIL
		Against	17	961438	1	8	18	961446	1.02		
		Total	246	94673667	9	204	255	9,46,73,871	100.00		
6	Ordinary Resolution for approval of proposed Related Party Transaction(s) with Bharat Highways InvIT.	In Favour	194	9565510	8	196	202	95,65,706	86.98	NIL	NIL
		Against	22	1432172	1	8	23	1432180	13.02		
		Total	216	10997682	9	204	225	1,09,97,886	100.00		
7	Special Resolution for approval for selling or disposing of assets /undertaking(s) of the Company	In Favour	226	93241490	8	196	234	9,32,41,686	98.49	NIL	NIL
		Against	23	1432235	1	8	24	1432243	1.51		
		Total	249	94673725	9	204	258	9,46,73,929	100.00		

Note: 1. This is Annexure-1 referred to in Consolidated Scrutinizer's Report dated 25th August, 2022 and forming part of that Report.

2. *E-voting during AGM is the facility provided to members of the Company to cast their votes through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") who did not cast their vote earlier.
3. Few shareholders have voted in both favour as well as against, for the purpose of calculation of number of members voted, these have been classified in the category in which they have put higher vote, and in case of equal vote, the same has been classified in favour.

For Ronak Jhuthawat & Co
Company Secretaries

Ronak Jhuthawat
Membership No. : FCS-9738
Certificate of Practice No.: 12094
Peer Review No.: 1270/2021
Udaipur, 25th August, 2022
UDIN- F009738D000849588



For G R INFRAPROJECTS LIMITED



Sudhir Mutha

Sudhir Mutha
Company Secretary
Authorized Person
Place : Gurugram
Date: 25.08.2022