

Date: 12th August, 2023

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
New Trading Wing,
Dalal Street, Mumbai- 400001.
Scrip Code: 533152

The Manager
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block "G"
5th floor, Bandra Kurla Complex,
Bandra East, Mumbai- 400051.
Symbol: MBLINFRA

Sir

28th Annual General Meeting - Voting Results and Consolidated Scrutinizer's Report

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of law, we attach Voting Results as Annexure–A and Consolidated Scrutinizer's Report as Annexure–B on voting in connection with the 28th Annual General Meeting of the Company held on Saturday, 12th August, 2023 at 3:30 P.M. through Video Conferencing/ Other Audio Visual Means (VC/OAVM) facility.

Please note that all the resolutions have been approved by the members with requisite majority.

Thanking you,

Yours faithfully,

For MBL Infrastructure Ltd.

(Anubhay Maheshwari) Company Secretary

Encl: a/a

(Formerly MBL Infrastructures Ltd.)

Annexure-A

Date of AGM	12th August, 2023
Total number of shareholders on record date i.e 05.08.2023	20826
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of shareholders attended the meeting through VC/OAVM Facility:	
Promoter and Promoter Group	7
Public	72

Agenda 1

To consider and adopt:-

- (a) Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2023 and the Report of the Board of Directors and Auditors thereon.
- (b) Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2023 and the Report of Auditors thereon.

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 (1)	No. of Votes Polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes- in favour (4)	(5)	%of Votes in favour on votes polled (6)=[(4)/(2)]*100	%of Votes against on votes polled (7)=[(5)/(2)]*
Promoter and Promoter Group	E-voting Poll/Ballot	71517806	71,517,806	100.00	68,333,593	3,184,213	95.55 -	4.45
Public Institutions	Total E-voting		71,517,806	100.00	68,333,593	3,184,213	95.55	4.45
	Poll/Ballot Total	237	-	-	-	-	-	
Public-Non Institutions	E-voting Poll/Ballot	33236581	5,380,159	16.19	5,379,871	288	99.99	0.01
	Total	33230361	5,380,159	16.19	-	288	99.99	0.01
Total		104754624	76,897,965	73.41	73,713,464	3,184,501	95.86	4.14



Agenda 2
Re- appointment of Mr. Surender Aggarwal (DIN: 07272927) as Director of the Company who is liable to retire by rotation.

	Ordinary Resolution							
Resolution required- Ordinary/Special								
Whether Promoter/Promoter group are	interested in the age	enda/resolution	-,	No				104 634 4
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes polled on	No. of Votes- in	No. of Votes-against	%of Votes in favour on	
		(1)	(2)	outstanding shares	favour	(5)	votes polled	against on
				(3)=[(2)/(1)]*100	(4)		(6)=[(4)/(2)]*100	votes polled
•								(7)=[(5)/(2)]*
							,	100
Promoter and Promoter Group	E-voting*		71,517,806	100.00	68,333,593	3,184,213	95.55	4.45
	Poll/Ballot	71517806	-	-	-		-	-
	Total		71,517,806	100.00	68,333,593	3,184,213	95.55	4.45
Public Institutions	E-voting		-	-	-	-	-	1-
	Poll/Ballot	237	-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting		5,380,159	16.19	5,379,871	288	99.99	0.0
	Poll/Ballot	33236581	-	-	-	-	-	
	Total		5,380,159	16.19	5,379,871	288	99.99	0.0
Total		104754624	76,897,965	73.41	73,713,464	3,184,501	95.86	4.1



To consider and approve re-appointment of Mr Anjanee Kumar Lakhotia (DIN: 00357695) as Managing Director of the Company for a period of 5 years w.e.f. 25.05.2024

Resolution required- Ordinary/Special				Special Resolution				
Whether Promoter/Promoter group are	Whether Promoter/Promoter group are interested in the agenda/resolution			Yes				
Category	Mode of Voting	No. of Shares held (1)	(2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes- in favour (4)	(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		58,159,090	81.32	54,974,877	3,184,213	94.52	5.48
	Poll/Ballot Total	71517806	- 58,159,090	0.00	54,974,877	3,184,213	94.52	5.48
Public Institutions	E-voting Poll/Ballot	237	-	-	-	-	- "	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting Poll/Ballot	33236581	5,380,159	16.19	5,379,871	288	99.99	0.01
	Total	11110001	5,380,159	16.19	5,379,871	288	99.99	0.01
Total		104754624	63,539,249	60.66	60,354,748	3,184,501	94.99	5.01



Agenda 4
To consider and approve re-appointment of Mr Surender Aggarwal (DIN 07272927) as Executive Director/ Wholetime Director for a period from 01.10.2023 till 30.09.2024

Resolution required- Ordinary/Special				Special Resolution				
Whether Promoter/Promoter group are	interested in the ag	enda/resolution		No	•	T		,
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes polled on	No. of Votes- in	No. of Votes-against	%of Votes in favour on	%of Votes
		(1)	(2)	outstanding shares	favour	(5)	votes polled	against on
				(3)=[(2)/(1)]*100	(4)		(6)=[(4)/(2)]*100	votes polled
								(7)=[(5)/(2)]*
			*					100
Promoter and Promoter Group	E-voting		71,517,806	100.00	68,333,593	3,184,213	95.55	4.45
	Poll/Ballot	71517806	-	-	-		-	-
	Total		71,517,806	100.00	68,333,593	3,184,213	95.55	4.45
Public Institutions	E-voting		-	-	-	-	-	
	Poll/Ballot	237	-	-	-	-	-	
	Total		-	-	-	_	-	
Public-Non Institutions	E-voting		5,380,159	16.19	5,379,821	338	99.99	0.01
	Poll/Ballot	33236581	-	-	-	-	-	-
	Total		5,380,159	16.19	5,379,821	338	99.99	0.03
Total		104754624	76,897,965	73.41	73,713,414	3,184,551	95.86	4.1



Agenda 5
To consider and approve execution of transactions with related parties

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 (1)	1 ,	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes- in favour (4)	(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 Poll/Ballot	71517806	71,517,806	100.00	68,333,593	3,184,213	95.55	4.45
	Total	71517666	71,517,806	100.00	68,333,593	3,184,213	95.55	4.45
Public Institutions	E-voting Poll/Ballot	237		-	-	-	-	-
	Total		-	-	-	-	-	0.01
Public-Non Institutions	E-voting Poll/Ballot	33236581	5,380,159	16.19	5,379,871	288	99.99	0.01
Total	Total	104754624	5,380,159 76,897,965	16.19 73.41	73,713,464	288 3,184,501	99.99 95.86	0.01 4.14



Agenda 6 To consider and approve issue of securities Resolution required- Ordinary/Special Special Resolution Whether Promoter/Promoter group are interested in the agenda/resolution No No. of Votes- in No. of Votes-against %of Votes in favour on %of Votes No. of Votes Polled % of Votes polled on Mode of Voting No. of Shares held Category votes polled against on (1) (2) outstanding shares favour (5) (3)=[(2)/(1)]*100 (4) (6)=[(4)/(2)]*100 votes polled (7)=[(5)/(2)]* 100 4.45 Promoter and Promoter Group 71,517,806 100.00 68,333,593 3,184,213 95.55 E-voting Poll/Ballot 71517806 Total 68,333,593 3,184,213 4.45 71,517,806 100.00 95.55 **Public Institutions** E-voting Poll/Ballot 237 -_ --Total 5,380,159 0.01 E-voting 16.19 5,379,883 276 99.99 **Public-Non Institutions** Poll/Ballot 33236581 -0.01 5,380,159 16.19 5,379,883 276 99.99 Total 4.14 95.86 104754624 76,897,965 73.41 73,713,476 3,184,489 Total



Agenda 7
To consider and approve ratification of remuneration payable to M/s Dipak Lal & Associates as Cost Auditors of the Company for F Y 2023-24

Resolution required- Ordinary/Special				Ordinary Resolution				
Whether Promoter/Promoter group are	interested in the ag	genda/resolution		No				
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes polled on	No. of Votes- in	No. of Votes-against	%of Votes in favour on	%of Votes
		(1)	(2)	outstanding shares	favour	(5)	votes polled	against on
				(3)=[(2)/(1)]*100	(4)		(6)=[(4)/(2)]*100	votes polled
								(7)=[(5)/(2)]*
								100
Promoter and Promoter Group	E-voting		71,517,806	100.00	68,333,593	3,184,213	95.55	4.45
	Poll/Ballot	71517806	-	-	-		-	-
	Total		71,517,806	100.00	68,333,593	3,184,213	95.55	4.45
Public Institutions	E-voting		-	-	-	-	-	_
	Poll/Ballot	237	-	-	-	-	-	-
	Total		-	-	-		-	-
Public-Non Institutions	E-voting		6,605,562	19.87	6,605,304	258	99.99	0.01
	Poll/Ballot	33236581	-	-	-		-	-
	Total		6,605,562	19.87	6,605,304	258	99.99	0.01
Total		104754624	78,123,368	74.58	74,938,897	3,184,471	95.92	4.08

Whether resolution is Passed or Not (Yes/No): Yes

Note: All the aforesaid resolutions have been passed with requisite majority.



Anjali Vadav & Associates

Company Secretaries

Registered Address B-6/32, Sector-15, Rohini, New Delhi-110089

Website: www.csanjali.com Mob.: +91 9810655161

E Mail : Anjaliyadav.associates@gmail.com Anjaliyadavavpcs@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

Arrenure-B

To,
The Chairman,
MBL Infrastructure Limited
(Formerly, known as MBL Infrastructures Limited)
Baani Corporate One Tower, Suite # 308,
3rd Floor, Plot No.5,
Jasola, New Delhi -110025

Dear Sir,

- Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the 28th Annual General Meeting of MBL Infrastructure Limited held on Saturday, August 12, 2023 at 3.30 p.m. (IST) through video conferencing (VC) / other audio visual means (OAVM) facility.
- 1. I, Anjali Yadav of M/s Anjali Yadav & Associates, Practising Company Secretaries (Membership No. FCS 6628, C.P. No. 7257) have been appointed as Scrutinizer by the Board of Directors of MBL Infrastructure Limited (the Company) for the purpose of: -
- (i) Scrutinizing the remote e-voting process pursuant to the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 & 21 of the Companies (Management & Administration) Rules, 2014 (Amendment Rules, 2015) read with MCA General Circular No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 05, 2020, No. 02/2021 dated January 13, 2021, No. 03/2022 dated May 05, 2022 and No. 10/2022 dated December 28, 2022 respectively issued by Ministry of Corporate Affairs ("MCA"), Government of India (hereinafter referred to as "MCA Circulars") read with Securities and Exchange Board of India ('SEBI') Circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 05, 2023. (hereinafter referred to as "SEBI circulars").
- (ii) Scrutinized voting through electronic means during the 28th Annual General Meeting of the Company held on Saturday, August 12, 2023 at 03:30 P.M. through Video Conferencing / Other Audio-Visual Means (VC/OAVM) facility.



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- 2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules, Circulars issued by MCA and SEBI relating to conducting AGM through VC/OAVM and voting by electronic means for the resolutions contained in the notice of 28th AGM held on August 12, 2023 relating to remote e-voting prior to and during the AGM on the resolution(s) contained in the Notice of Annual General Meeting of the members of the Company. My responsibility as a Scrutinizer is restricted to ensure that the e-voting process is conducted in a fair and transparent manner and to make a Scrutinizer's report of the votes cast "in favor" or "against" the said resolution(s)stated in the notice of the AGM, based on the report generated from the e-voting platform/system provided by National Securities Depository Limited ('NSDL'), the Agency Authorized under the Rules and engaged by the Company to provide the facility of remote e-voting as well as e-voting to the shareholders of the Company prior to and during the meeting.
- 3. As informed by the management, the AGM Notice dated **July 15, 2023** convening the 28th AGM along with the statement setting out material facts under Section 102 of the Companies Act, 2013, was sent to the shareholders on **July 18, 2023** through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circulars/ SEBI circulars).
- 4. The members of the Company holding shares as on the "cut off" date i.e., August 05, 2023 were entitled to vote on the resolution(s) as contained in the notice of AGM.
- 5. The Company had also provided e-voting facility to the Shareholders presents at the AGM through VC/OVAM and who had not casted their vote through remote e-voting.
- 6. The voting period for remote e-voting commenced on Wednesday, August 09, 2023 at 9.00 a.m. and ended on Friday, August 11, 2023 at 5.00 p.m. as prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015), for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the AGM, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of AGM, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted. Accordingly, NSDL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.
- 7. After the closure of e-voting at the AGM, the report on remote e-voting done during the AGM and the votes cast under remote e-voting facility prior to the date of AGM were unblocked and downloaded.
- 8. I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes casted therein based on the data downloaded from the NSDL e-voting system.
- 9. Based on the data provided by National Securities Depository Limited (NSDL) e-voting system, the total vote in favour or against all the resolutions proposed in the notice of AGM are as under: -



Ordinary Businesses: -

- I. Resolution 1: -To consider and adopt:
 - a) The Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2023 and the Reports of the Board of Directors and Auditors thereon.

(Ordinary Resolution)

(i) Voted in favour of the resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast in favour
Voting through Electronic voting system during the Annual General Meeting	1	5	0.00
Remote E-Voting prior to Annual General Meeting	155	73713459	95.86
Total:	156	73713464	95.86

(ii) Voted against the resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast against
Voting through Electronic voting system during the Annual General Meeting	2	13	0.00
Remote E-Voting prior to Annual General Meeting	23	3184488	4.14
Total:	25	3184501	4.14

Total number of members abstained from	Total numbers of abstained votes
voting	
Nil	Nil



b) The Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2023 and the Report of Auditors thereon.

(Ordinary Resolution)

(i) Voted in favour of the resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast in favour
Voting through Electronic voting system during the Annual General Meeting	1	5	0.00
Remote E-Voting prior to Annual General Meeting	155	73713459	95.86
Total:	156	73713464	95.86

(ii) Voted against the resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast against
Voting through Electronic voting system during the Annual General Meeting	2	13	0.00
Remote E-Voting prior to Annual General Meeting	23	3184488	4.14
Total:	25	3184501	4.14

Total number of members abstained from	Total numbers of abstained votes
voting	
Nil	Nil



II. Resolution 2:-

To appoint a Director in place of Mr. Surender Aggarwal (DIN: 07272927), who retires by rotation and being eligible, offers himself for re-appointment.

(Ordinary Resolution)

(i) Voted in favour of the resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast in favour
Voting through Electronic voting system during the Annual General Meeting	1	5	0.00
Remote E-Voting prior to Annual General Meeting	155	73713459	95.86
Total:	156	73713464	95.86

(ii) Voted against the resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast against
Voting through Electronic voting system during the Annual General Meeting	2	13	0.00
Remote E-Voting prior to Annual General Meeting	23	3184488	4.14
Total:	25	3184501	4.14

Total number of members abstained from	Total numbers of abstained votes
voting	
Nil	Nil



Special Businesses: -

III. Resolution 3: -

To consider and approve the re-appointment of Mr. Anjanee Kumar Lakhotia (DIN 00357695) as a Managing Director of the Company.

(Special Resolution)

(i) Voted in favour of the resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast in favour
Voting through Electronic	1	5	0.00
voting system during the			
Annual General Meeting			
Remote E-Voting prior to	154	60354743	94.99
Annual General Meeting			
Total:	155	60354748	94.99

(ii) Voted against the resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast against
Voting through Electronic voting system during the Annual General Meeting	2	13	0.00
Remote E-Voting prior to Annual General Meeting	23	3184488	5.01
Total:	25	3184501	5.01

Total number of members abstained from	Total numbers of abstained votes
voting	
Nil	Nil



IV. Resolution 4: -

To consider and approve the re-appointment of Mr. Surender Aggarwal (DIN 07272927) as an Executive Director/Whole Time Director of the Company.

(Special Resolution)

(i) Voted in favour of the resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast in favour
Voting through Electronic voting system during the Annual General Meeting	1	5	0.00
Remote E-Voting prior to Annual General Meeting	154	73713409	95.86
Total:	155	73713414	95.86

(ii) Voted against the resolution:

	Number of	Number of	% of total number of valid
	Members	votes cast by	votes cast against
	voted	them	*
Voting through Electronic	2	13	0.00
voting system during the			
Annual General Meeting			
Remote E-Voting prior to	24	3184538	4.14
Annual General Meeting			
Total:	25	3184551	4.14

Total number of members abstained from	Total numbers of abstained votes
voting	
Nil	Nil



V. Resolution 5: -

To consider and approve execution of Transactions with Related Parties.

(Ordinary Resolution)

(i) Voted in favour of the resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast in favour
Voting through Electronic voting system during the Annual General Meeting	1	5	0.00
Remote E-Voting prior to Annual General Meeting	155	73713459	95.86
Total:	156	73713464	95.86

(ii) Voted against the resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast against
Voting through Electronic voting system during the Annual General Meeting	2	13	0.00
Remote E-Voting prior to Annual General Meeting	23	3184488	4.14
Total:	25	3184501	4.14

Total number of members abstained from	Total numbers of abstained votes	
voting		
Nil	Nil	



VI. Resolution 6: -

To consider and approve Issue of securities.

(Special Resolution)

(i) Voted in favour of the resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast in favour
Voting through Electronic voting system during the Annual General Meeting	1	5	0.00
Remote E-Voting prior to Annual General Meeting	156	73713471	95.86
Total:	157	73713476	95.86

(ii) Voted against the resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast against
\		42	
Voting through Electronic	2	13	0.00
voting system during the			
Annual General Meeting			
Remote E-Voting prior to	22	3184476	4.14
Annual General Meeting		9 .	
Total:	24	3184489	4.14

Total number of members abstained from voting	Total numbers of abstained votes
Nil	Nil



VII. Resolution 7: -

To ratify the remuneration payable to M/s Dipak Lal & Associates, Cost Auditors of the Company for the financial year 2023-24.

(Ordinary Resolution)

(i) Voted in favour of the resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast in favour
Voting through Electronic voting system during the Annual General Meeting	1	5	0.00
Remote E-Voting prior to Annual General Meeting	159	74938892	95.92
Total:	160	74938897	95.92

(ii) Voted against the resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
*			against
Voting through Electronic voting system during the Annual General Meeting	2	13	0.00
Remote E-Voting prior to Annual General Meeting	23	3184458	4.08
Total:	25	3184471	4.08

Total number of members abstained from voting	Total numbers of abstained votes
Nil	Nil



- 10. There were no invalid votes cast in the Remote e-voting and e-voting at the AGM on the above Resolution(s).
- 11. All the resolution(s) stated in Notice of 28th Annual General Meeting of the company have passed with the requisite majority.
- 12. The electronic data, and all other relevant records relating to Remote e-voting is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of Annual General Meeting.

Thanking You, Yours faithfully,

CS Anjali Yadav (Scrutinizer)

C.P. No. 7257

Membership No. FCS 6628

PR. 629/2019

UDIN: F006628E000796769

PR Unique Code: S2006DE715800

Place: New Delhi

Date: 12th August, 2023

Counter Signed by

For MBL Infrastructure Limited

(Anjanee Kumar Lakhotia)

Chairman & Managing Director

Jana Stehn