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certified company

SIMPLEX INFRASTRUCTURES LIMITED

REGD. OFFICE :

'SIMPLEX HOUSE' 27, SHAKESPEARE SARANI, KOLKATA-700 017 (INDIA)
PHONES : +91 33 2301-1600, FAX : +91 33 2289-1468
E-mail : simplexkolkata@simplexinfra.com, Website : www.simplexinfra.com
CIN No. L45209 WB 1924 PLC 004969

01//CS/SE/001/94654

Date: 12th May, 2022

The Secretary
National Stock Exchange of India Limited
5th Floor, Exchange Plaza
Bandra Kurla Complex
Bandra East
Mumbai – 400 051

The Secretary
The Calcutta Stock Exchange Ltd
7, Lyons Range
Kolkata – 700 001

The Secretary
BSE Limited
1st Floor, New Trade Ring
Rotunda Building, Phiroze JeeJeebhoy Towers
Dalal Street, Mumbai – 400 001

Sub: Summary of Proceedings of the Extra-Ordinary General Meeting

Dear Sir,

Please find attached the summary proceedings of the Extra-Ordinary General Meeting of the Company held on Thursday, 12th May, 2022 through Video Conferencing / Other Audio Visual Means pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The same is for your information and record.

Thanking You.

Yours faithfully,
For Simplex Infrastructures Limited


B. L. Bajoria
Sr. Vice President & Company Secretary





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Summary of the Proceedings of the Extra-Ordinary General Meeting of Simplex Infrastructures Limited

The Extra-Ordinary General Meeting ('EGM') of the Members of Simplex Infrastructures Limited ('the Company') was held on Thursday, 12th May, 2022 at 3.00 P.M. through Video Conferencing ("VC")/ Other Audio Visual Means (OAVM). The meeting was held in compliance with the General Circulars issued by the Ministry of Corporate Affairs and other applicable Circulars issued by the Securities and Exchange Board of India and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder. The meeting commenced at 3:00 p.m. (IST) and concluded at 3:45 p.m. (IST) (including the time allowed for e-voting).

44 Members have attended the EGM through VC. After ascertaining that the requisite quorum was present through VC and confirming attendance of all the Directors, Mr. Rajiv Mundhra, Executive Chairman of the Company, commenced the proceedings of the meeting and welcomed the Members and other attendees for the meeting. The Chairman informed the Members that the Company has provided the facility through NSDL to cast their votes by electronic means, i.e. through remote e-voting and e-voting at the EGM, on the resolution as set forth in the notice of the EGM. Thereafter, the Chairman mentioned that the Members who have joined the meeting through VC and who had not cast their votes through remote e-voting, were provided the option to vote through e-voting facility made available at the EGM. The Chairman mentioned that the requisite documents were available for inspection .

With the consent of the Members present, the notice convening the EGM dated 12th April 2022 including the addendum to the notice dated 29th April 2022, circulated to the Members was taken as read. The Chairman then apprised the Members about the proposed transaction of equity infusion by Swan Constructions Private Limited (Swan) in the Company for approx. INR 420 Crores (subject to approval of resolution plan). Further, Members were also apprised that the Company together with Swan is working on finalization of resolution plan with the lenders of the Company under the regulatory framework for stressed asset resolution under the Reserve Bank of India Guidelines and once the resolution plan is implemented, the Company will allot 5,75,11,000 Equity Shares and 1,70,00,000 Warrants to SWAN at a price of Rs.56.61/- and also approx. 10% of the Equity to Lenders. He further informed that upon successful implementation of resolution plan and opportunities in the sector, the company is optimistic of turning around with good cash flow and a strong order book .



ADM. OFFICE : 12/1, NELLIE SENGUPTA SARANI, KOLKATA-700 087 ☎ : 2252-7596 / 8371 / 8373 / 8374 / 9372, FAX : (033) 2252-7595

BRANCHES : TRADE WORLD, "C" WING, C.S. NO. 448, 3RD FLOOR, LOWER PAREL DIVISION, SENAPATI BAPAT MARG, LOWER PAREL, MUMBAI-400 013

☎ : (022) 4348-1900 • "HEMKUNT-H" 4TH FLOOR, 89, NEHRU PLACE, NEW DELHI-110 019 ☎ : (011) 4944-4200, FAX : (011) 2646-5869

• HEAVITREE COMPLEX, 1ST FLOOR, UNIT-C, NEW DOOR NO. 47, SPURTANK ROAD, CHETPET, CHENNAI-600 031 ☎ : (044) 4287-6129



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Thereafter, the Chairman invited speaker shareholders, who had done the prior registration, to speak and ask their questions, if any. The speaker Shareholders questioned mainly on the proposed resolution plan, equity infusion and current business scenario of the Company in terms of order books, new orders, debts and arbitration awards. After listening to both the speakers, the Chairman requested Mr.N.K.Kakani, Sr. Executive Director of the Company to answer the queries. Mr. Kakani responded to all the queries raised by the members and provided necessary clarification. The Chairman mentioned that the e-voting module was kept open for 30 (thirty) minutes after conclusion of the proceedings of the meeting .

The Board of Directors had appointed CS Atul Kumar Labh (FCS-4848/CP-3238), Practicing Company Secretary, as the Scrutinizer to scrutinize the e-voting process (i.e. remote e-voting and e-voting at the EGM) in a fair and transparent manner. The Chairman announced that the e-voting results along with the consolidated Scrutinizer's Report shall be submitted to the Stock Exchanges and also be hosted on the website of the Company (i.e. www.simplexinfra.com), NSDL and Stock Exchanges within 2 (two) working days from the conclusion of the meeting. The Chairman authorized the Company Secretary to declare the e-voting results, intimate the same to the Stock Exchanges and place the same on the website of the Company. The following item of special business, as per the notice of the EGM dated 12th April 2022 read in conjunction with the addendum to the notice dated 29th April, 2022 were transacted through e-voting:

Sl.No.	Particulars	Resolution Type
1.	Issue of Equity Shares and Warrants on a Preferential Allotment/Private Placement Basis to Swan Constructions Private Limited	Special Resolution
2.	Adoption of a new set of Articles of Association as per Companies Act, 2013	Special Resolution
3.	Appointment of Joint Statutory Auditors of the Company	Ordinary Resolution

Thanking the Members for their participation, the Chairman announced formal closure of the EGM.



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