

Hyderabad,
10th January, 2020

To

The Bombay Stock Exchange Limited
25th Floor, P.J. Towers,
Dalal Street,
Mumbai – 400 001.

National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400051.

Dear Sir/Ma'am,

Sub: Submission of Results of Remote E-Voting and Voting through Postal Ballot

In terms of Regulation 44 of the SEBI (Listing obligation and Disclosure requirements) (Amendment) Regulations, 2018, we submit herewith in prescribed format the result of Remote E-voting and Voting through Postal Ballot along with Scrutinizers Report on the resolutions contained in the Postal Ballot Notice of the Company dated 06th December, 2019 as passed by shareholders.

This is for your information and records.

Thanking you,

Yours faithfully,

For **RAMKY INFRASTRUCTURE LIMITED**

Sd/-

A.G. RAVINDRANATH REDDY

DIRECTOR

DIN: 01729114



Ramky Infrastructure Ltd.
Ramky Grandiose, 15th Floor
Sy.No. 136/2 & 4, Gachibowli
Hyderabad - 500 032
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F: +91 40 2301 5100
E: secr@ramky.com
www.ramkyinfrastructure.com
CIN: L74210TG1994PLC017356

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DIRECTOR
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Report of Scrutinizer on E-Voting and Postal Ballot Process

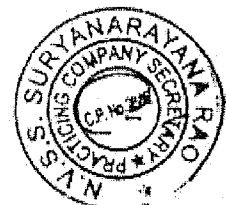
[Pursuant to rule section 108 and 110 of the Companies Act, 2013 read with rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]

To
The Chairman,
Ramky Infrastructure Limited,
Ramky Grandiose, 15th Floor,
Sy No 136/2 & 4, Gachibowli,
Hyderabad – 500032, Telangana.

Combined report of Scrutinizer on voting by postal ballot including Remote E-voting in terms of Section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (and subsequent amendments thereon).

I, NVSS Suryanarayana Rao, Company Secretary in Practice having Membership Number: A5868 and Certificate of Practice No. 2886, have been appointed by the Board of Directors of Ramky Infrastructure Limited ('The Company') as the Scrutinizer for the purpose of scrutinizing the Postal Ballot and Remote E-voting process in a fair and transparent manner and ascertaining the requisite majority on Postal Ballot and Remote E-Voting carries out as per the provisions of Section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and subsequent amendments thereon, on the resolution set out in the Notice of the Postal Ballot dated 06th December, 2019.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereon and SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, and subsequent amendments thereon, relating to voting through electronic means and Postal Ballot on the resolution contained in the Notice of Postal Ballot.

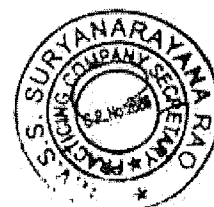


My responsibility as a scrutinizer for the Postal Ballot voting process and Remote E-voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and to make a Scrutinizer's Report for the votes cast "In Favour" or "Against" the resolutions as stated in the Notice of Postal Ballot, based on the Postal Ballots received from shareholders and report generated from the e-voting system provided by KFin Technologies Private Limited, the authorized Agency to provide e-voting facility, engaged by the Company.

The members of the Company holding shares as on Cut-off date i.e. 06th December, 2019 are entitled to vote on the Resolutions proposed as set out in the Notice.

In this regard, I submit my report as under:-

1. The Company had provided facility of casting vote to the members of the Company through postal ballot voting process and also through electronic means.
2. The Company had followed the process as required under Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules 2014 (and subsequent amendments thereon), in respect of providing voting through postal ballot and electronic means.
3. The Company dispatched postal ballot forms along with postage prepaid business reply envelope to its members whose name(s) appeared on the Register of Members/depositories as on Friday, 6th December, 2019 and whose email ids were not registered for remote e- voting.
4. All Postal Ballot forms received up to the close of working hours on 9th January, 2020 (i.e., 5:00 P.M. IST) being the last date and time fixed by the Company for receipt of the Postal Ballot forms, were considered for scrutiny for the purpose of this report.
5. The Postal Ballot forms were kept under my safe custody in sealed and tampered proof ballot boxes before commencing the scrutiny of such Postal Ballot forms.
6. The Remote e-voting period remained open from Tuesday, December 10, 2019 (9:00 AM IST) and ends on Thursday, January 09, 2020 (5:00 PM IST).
7. At the end of the e- voting period, I blocked the electronic votes in the presence of two witnesses not in the employment of the company.
8. The details containing list of the shareholders who voted for or against the resolutions that were put to vote were downloaded from the e-voting website of KFin Technologies Private Limited (<https://evoting.karvy.com>).



9. The postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched/ confirmed with the Register of Members of the Company/ list of beneficiaries as on, 06th December, 2019, being the cut- off date for dispatch of postal ballot notice.
10. The particulars of all the votes casted by postal ballots as well as through e- voting process have been recorded in a register separately maintained for the purpose.
11. The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
12. The combined results of voting i.e. remote e-voting through e-voting services by KFin Technologies Private Limited and votes casted through postal ballot process is as hereunder

Resolution No. 1

Approval of Related Party Transaction

(i) Voted in favour of the resolution:

Number of members voted		Number of votes cast by them	% of total number of valid votes cast
Votes by Postal Ballot	13	66,726	84.4740
Votes by E-voting	16	9,852	12.4725
Total	29	76,578	96.9464

(ii) Voted against the resolution:

Number of members voted		Number of votes cast by them	% of total number of valid votes cast
Votes by Postal Ballot	5	499	0.6317
Votes by E-voting	13	1,913	2.4218
Total	18	2,412	3.0536

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2*	-

**Details with respect to number of shares held by the members was not mentioned in the Postal Ballots received were considered as Invalid.*



You may accordingly declare the results of the voting.

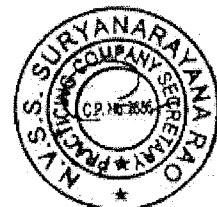
All the relevant records were handed over to the Company Secretary of the Company as authorized by the Board of Directors in this behalf for safe keeping.

Thanking



NVSS Suryanarayana Rao
Practicing Company Secretary
(Scrutinizer)
Membership No: 5868
Certificate of Practice No: 2886

UDIN: A005868B000032653
Hyderabad, 09th January, 2020.




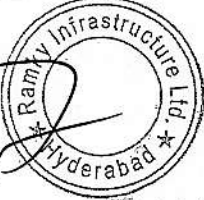
Postal Ballot Voting & Remote E-voting Results
Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Voting Results

Date of AGM/EGM/ Postal Ballot	10 th January, 2020
Total Number of shareholders as on record date (06.12.2019)	21677
No: of Shareholders present in the meeting either in person or through proxy : Promoters and Promoters Group: Public:	Not Applicable Not Applicable
No: of shareholders attended the meeting through video conferencing Promoters and Promoters Group Public	Not Applicable Not Applicable

Approval of Related Party Transactions:

Resolution required: (Ordinary/ Special)					Ordinary			
Whether promoter/promoter group are interested in the agenda /resolution?					Mr. Alla Ayodhya Rami Reddy and his relatives and Promoter Group Companies are interested in this resolution.			
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	4,83,19,299	--	--	--	--	--	--
	Poll		--	--	--	--	--	
	Postal Ballot		--	--	--	--	--	
	Total		4,83,19,299	--	--	--	--	--

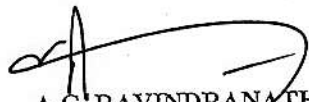



Public- Institutions	E-Voting	4,99,642	--	--	--	--	--	--
	Poll		--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--
	Total		4,99,642	--	--	--	--	--
Public- Non Institutions	E-Voting	2,03,78,850	11,765	0.0577	9,852	1,913	83.7399	16.2601
	Poll		--	--	--	--	--	--
	Postal Ballot		67,225	0.3299	66,726	499	99.2577	0.7423
	Total		2,03,78,850	78,990	0.3876	76,578	2412	96.9464
	Total	69,197,791	78,990	0.1142	76578	2412	96.9464	3.0536
Whether Resolution Passed:								Yes

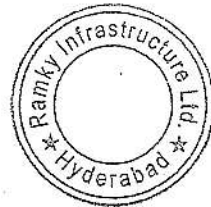
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	Nil
Public- Institutions	Nil
Public- Non Institutions	2*

**Details with respect to number of shares held by the members was not mentioned in the Postal Ballots received were considered as Invalid.*

For RAMKY INFRASTRUCTURE LIMITED



A.G. RAVINDRANATH REDDY
DIRECTOR (CHAIRMAN OF THE MEETING)
DIN No: 01729114



Hyderabad, 10th January, 2020.