

A2Z INFRA ENGINEERING LTD.

CIN NO. L74999HR2002PLC034805



BY E-FILING

REF No.:-001/A2ZINFRA/SE/2021-22/030

September 30, 2021

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Rotunda Building, Dalal Street,
Mumbai-400 001

Fax-022-22722039

BSE Code-533292

To,
National Stock Exchange of India Limited
Listing Department
Exchange Plaza, 5th Floor
Plot No. C/1 G Block, Bandra Kurla
Complex, Bandra (E), Mumbai-400051
Fax- 022-26598237/38

NSE Code-A2ZINFRA

Sub: Disclosure under Regulation 30 and 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")- Brief Proceeding and details of the voting results of the 20th Annual General Meeting of the Company.

Dear Sir(s),

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR, 2015), please find enclosed herewith the proceedings of the 20th Annual General Meeting (AGM) of the Company duly held on September 30, 2021 at 11:00 A.M. through Video Conferencing / Other Audio Visual Means ("VC/ OAVM") as **Annexure A**.

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44(3) of the SEBI LODR 2015, we are also submitting herewith the details regarding the voting results of the business transacted at the AGM in the prescribed format along with the report of the Scrutinizer as **Annexure B** and **Annexure C** respectively. All the resolutions at AGM were passed with requisite majority.

The above information will be uploaded on the website of the Company i.e. www.a2zgroup.co.in and on the website of National Securities Depository Limited i.e. www.evoting.nsdl.com.

You are requested to take the same on records.

Thanking You,

Yours truly,

For A2Z INFRA ENGINEERING LTD.

(Atul K. Agarwal)
Company Secretary cum Compliance Officer
FCS: 6453

Add:- Plot No. B-38, Institutional Area,
Sector-32, Gurgaon - 122001, Haryana



Regd Office : 0-116, First Floor, Shopping Mall, Arjun Marg, DLF City, Phase - 1, Gurugram-122002, Haryana (INDIA)

Corporate Office : Plot No. B-38, Sector 32, Institutional Area, Gurugram - 122001, Haryana (INDIA), Tel : 0124-4517600, Fax: 0124-4380014

Website: www.a2zgroup.co.in, E-mail : info@a2zemail.com

Annexure-A

Proceedings of the AGM

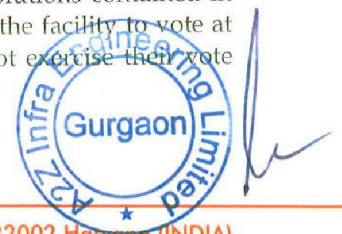
The Twentieth Annual General Meeting ('AGM') of the members of A2Z Infra Engineering Ltd. ('the Company'), was held on Thursday, September 30, 2021 at 11:00 A.M. (IST) through Video Conference or Other Audio-Visual means. The meeting was held in compliance with Circular no. 14/2020 dated April 08, 2020, Circular no. 17/2020 dated April 13, 2020 read with Circular no. 20/2020 dated May 05, 2020 issued by Ministry of Corporate Affairs (hereinafter collectively referred to as "Circulars") and SEBI Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, and other applicable provisions of Companies Act, 2013 read with rules made there under.

Mr. Atul Kumar Agarwal, Company Secretary introduced himself and welcomed Chairman, all the Directors and shareholders present for the AGM. The Company secretary informed that due to continuing COVID-19 Pandemic and adhering to the social distancing norms, this AGM was held through Video Conferencing in accordance with the circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI). Participation of members through video conferencing was counted for the purpose of the quorum as per the applicable circulars issued by MCA and SEBI and there was no proxy facility available for this meeting, as it was dispensed by MCA. Company Secretary further informed that requisite Quorum is there and all the statutory registers maintained under Companies Act, 2013 were available for inspection.

Mr. Surender Kumar Tuteja, Chairman of the Company, chaired the meeting through video conferencing and welcomed the members at the annual general meeting. The Chairman after ascertaining the Quorum, called the meeting to order at 11.00 A.M. All the members of the Board of Directors of Company were present and introduced themselves viz., Mr. Amit Mittal, Managing Director, Mr. Rajesh Jain, Executive Director & CEO, Mr. Ashok Kumar Saini, Non-Executive - Non Independent Director, Ms. Dipali Mittal, Non-Executive - Non Independent Director and Chairman of Stakeholders Relationship Committee, and Ms. Atima Khanna, Non-Executive - Independent Director and Chairman of Audit Committee and Nomination & Remuneration Committee, attended the AGM. The Chairman further introduced the representatives of Statutory Auditors ("Walker Chandiook & Co. LLP") and Secretarial Auditor and Scrutinizer ("M/s DR Associates") present at the meeting.

Mr. Atul Kumar Agarwal, Company Secretary informed that Statutory Auditors, Walker Chandiook & Co. LLP has qualified its opinion on the financial statements for the year ended March 31, 2021 on the matters that they are unable to comments on the ability of the Company to continue as a going concern, the Company has defaulted in payment of settlement amount(s), Company has not recognized interest on NPA borrowings and delayed payment under respective settlement agreement, the consolidated net worth of the associate company namely Greeneffect Waste Management Ltd. has completely eroded, delayed filing of GST returns and certain adjustments made by company in GST returns.. He further informed that the Notice of the meeting was already sent to the members and with the permission of members, it was taken as read. He also mentioned that the Secretarial Auditors' Report does not contain any qualification, observation or adverse comment.

Mr. Atul Kumar Agarwal, Company Secretary of the Company informed the Members that the Company had provided the facility of "remote e-voting" for voting on the resolutions contained in the Notice calling the AGM. He also informed that the Company has provided the facility to vote at the meeting through e-voting platform of NSDL to those Members who did not exercise their vote through remote e-voting.



A2Z INFRA ENGINEERING LTD.

CIN NO. L74999HR2002PLC034805



He further informed that Mr. Suchitta Koley of M/s. DR Associates, Practicing Company Secretaries were appointed as the Scrutinizer for remote e-voting as well as e-voting at the AGM in a fair and transparent manner and they would hand over the combined report on voting within two working days from the conclusion of the AGM.

Mr. Surender Kumar Tuteja, Chairman and Mr. Amit Mittal, Managing Director addressed the shareholders highlighting inter-alia the financial performance of the Company for the financial year 2020-21, performance of various businesses, etc.

It was informed the members that the Company has provided facility of speaker shareholder, members who have registered themselves as speaker shareholder can ask or express their queries. The members were also provided facility to ask query through chat box. All the queries received by the company shall be addressed and resolved in sensible manner.

The Chairman informed that those Members who have not voted through remote e-voting may cast their votes during next 30 minutes and authorised Mr. Atul Kumar Agarwal, Company Secretary of the Company to receive the voting results and intimate same to the stock exchanges. The Notice of the 20th Annual General Meeting of Company dated September 4, 2021 was taken as read. The items of business placed before the members for their approval as per the notice of meeting circulated to the members of Company. Then he read out the all agenda items as mentioned below: .

Following items of business, as set out in the Notice convening the 20th AGM were recommended for members' consideration and approval:-

S. No.	Business conducted at the AGM	Type of Resolution
1.	a) Adoption of the Audited Standalone Financial Statements of the Company consisting of the Standalone Balance Sheet as at March 31, 2021, the Statement of Profit and Loss Account and the Cash Flow Statement for the year ended on that date along with the Reports of Board of Directors and the Auditors' thereon. b) Adoption of the Audited Consolidated Financial Statements of the Company consisting of the Consolidated Balance Sheet as at March 31, 2021, the Statement of Profit and Loss Account and the Cash Flow Statement for the year ended on that date along with Auditors' Report thereon.	Ordinary
2.	To appoint a Director in place of Ms. Dipali Mittal (DIN: 00872628), who is liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment.	Ordinary
3.	To appoint M/s MRKS and Associates, Chartered Accountants (Firm Registration no. 023711N) as the Auditors of the Company and to fix their Remuneration.	Ordinary
4.	Appointment of Branch Auditors for branch office(s) of the Company outside India.	Ordinary
5.	Ratification of remuneration payable to M/s. SKG & Co., Cost Accountants appointed as Cost Auditors of the Company for financial year ending March 31, 2022.	Ordinary



Regd Office : 0-116, First Floor, Shopping Mall, Arjun Marg, DLF City, Phase - 1, Gurugram-122002, Haryana (INDIA)

Corporate Office : Plot No. B-38, Sector 32, Institutional Area, Gurugram - 122001, Haryana (INDIA), Tel : 0124-4517600, Fax: 0124-4380014

Website: www.a2zgroup.co.in, E-mail : info@a2zemail.com

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No speaker shareholder was available to speak in the meeting.

The Chairman informed that the e-voting facility will be kept open for the next 30 (Thirty) minutes to enable the members to cast their vote and authorized Company Secretary to complete necessary formalities in that regard. The AGM ended at 12.30 p.m. (IST) including 30 minutes provided for e-voting after conclusion of AGM.

There being no other item on the agenda, the Chairman thanked the Shareholders who had joined this meeting and conclude the meeting.

All the resolutions were passed with requisite majority.

Kindly take the same on record.

Thanking You,

Yours truly,
For A2Z INFRA ENGINEERING LTD.

(Atul K. Agarwal)
Company Secretary cum Compliance Officer
FCS: 6453

Add:- Plot No. B-38, Institutional Area,
Sector-32, Gurgaon - 122001, Haryana



A handwritten signature in blue ink, appearing to be 'Atul K. Agarwal', written over the circular stamp.

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Corporate Office : Plot No. B-38, Sector 32, Institutional Area, Gurugram - 122001, Haryana (INDIA), Tel : 0124-4517600, Fax:0124-4380014

Website:www.a2zgroup.co.in, E-mail : info@a2zemail.com

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Annexure-B

DETAILS OF VOTING RESULTS

Date of the AGM/EGM	September 30, 2021
Date of the declaration of results of Postal Ballot	NA
Total number of shareholders on record date	As on August 27, 2021 (For dispatch) :- 45,467 As on September 23, 2021 (For e-voting) :- 45,491
No. of Shareholders present in the meeting either in person or through proxy	Not Applicable
Promoters and Promoter Group	
Public	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	3
Public	56



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Details of Voting:

Resolution No.-1: Adoption of the Standalone and Consolidated Audited Financial Statements including the Balance Sheet as at March 31, 2021, together with the reports of the Board of Directors and the Auditors thereon.

Promoter/ Public	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 - again st	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]*10 0	(7)= [(5)/(2)]*1 00
Promoter and Promoter Group	E-Voting	49560983	49560983	100	49560983	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	49560983	49560983	100	49560983	0	100.0000	0
Public - Instituti onal holders	E-Voting	2102000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	2102000	0	0	0	0	0	0
Public- Others	E-Voting	124456875	5628955	4.5228	5621062	7893	99.8598	0.1402
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	124456875	5628955	4.5228	5621062	7893	99.8598	0.1402
Total		176119858	55189938	31.3366	55182045	7893	99.9857	0.0143

* The numbers of votes polled do not include the invalid votes and votes not polled.



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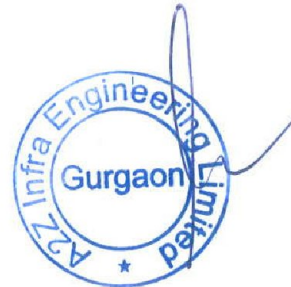


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Resolution No.-2: Appointment of Director in place of Ms. Dipali Mittal (DIN 00872628), who is liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment.

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstandi ng shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]]*100	(4)	(5)	(6)= [(4)/(2)]*10 0	(7)= [(5)/(2)] *100
Promoter and Promoter Group	E-Voting	49560983	49560983	100	49560983	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	49560983	49560983	100	49560983	0	100.0000	0
Public - Instituti onal holders	E-Voting	2102000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	2102000	0	0	0	0	0	0
Public- Others	E-Voting	124456875	5628955	4.5228	5575988	52967	99.0590	0.9410
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	124456875	5628955	4.5228	5575988	52967	99.0590	0.9410
Total		176119858	55189938	31.3366	55136971	52967	99.9040	0.0960

* The numbers of votes polled do not include the invalid votes and votes not polled.



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Resolution No.-3: Appointment of M/s MRKS and Associates, Chartered Accountants (Firm Registration no. 023711N) as the Auditors of the Company and to fix their Remuneration.

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstandi ng shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes again st 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	49560983	49560983	100	49560983	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	49560983	49560983	100	49560983	0	100.0000	0
Public - Instituti onal holders	E-Voting	2102000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	2102000	0	0	0	0	0	0
Public- Others	E-Voting	124456875	5628955	4.5228	5617793	11162	99.8017	0.1983
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	124456875	5628955	4.5228	5617793	11162	99.8017	0.1983
Total		176119858	55189938	31.3366	55178776	11162	99.9798	0.0202

* The numbers of votes polled do not include the invalid votes and votes not polled.



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Website:www.a2zgroup.co.in, E-mail : info@a2zemail.com

A2Z INFRA ENGINEERING LTD.

CIN NO. L74999HR2002PLC034805



Resolution No.-4: Appointment of Branch Auditors for branch offices of the Company outside India.

Promoter /Public	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 - against	% of Votes in favour on votes polled	% of Votes 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	49560983	49560983	100	49560983	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	49560983	49560983	100	49560983	0	100.0000	0
Public - Institutional holders	E-Voting	2102000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	2102000	0	0	0	0	0	0
Public-Others	E-Voting	124456875	5628255	4.5223	5615022	13233	99.7649	0.2351
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	124456875	5628255	4.5223	5615022	13233	99.7649	0.2351
Total		176119858	55189238	31.3362	55176005	13233	99.9760	0.0240

* The numbers of votes polled do not include the invalid votes and votes not polled.



A2Z INFRA ENGINEERING LTD.

CIN NO. L74999HR2002PLC034805



Resolution No.-5: Ratification of remuneration payable to M/s. SKG & Co., Cost Accountants appointed as Cost Auditors of the Company for financial year ending March 31, 2022

Promoter /Public	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 - against	% of Votes in favour on votes polled	% of Votes 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	49560983	49560983	100	49560983	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	49560983	49560983	100	49560983	0	100.0000	0
Public - Institutional holders	E-Voting	2102000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	2102000	0	0	0	0	0	0
Public- Others	E-Voting	124456875	5627825	4.5219	5616383	11442	99.7967	0.2033
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	124456875	5627825	4.5219	5616383	11442	99.7967	0.2033
Total		176119858	55188808	31.3359	55177366	11442	99.9793	0.0207

* The numbers of votes polled do not include the invalid votes and votes not polled.

You are requested to take the above information on record.

Thanking you,
Yours Truly

For A2Z INFRA ENGINEERING LTD.

(Atul K. Agarwal)
Company Secretary cum Compliance Officer
FCS-6453
Add:- Plot No. B-38, Institutional Area,
Sector-32, Gurugram-122001, Haryana





The Chairman
A22 Infra Engineering Limited,
Gurugram

Reg.: Scrutinizers Report on voting for 20th Annual General Meeting of A22 Infra Engineering Limited duly held on 30.09.2021

I Suchitta Koley, Partner of DR Associates, Company Secretaries, had been appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the Twentieth Annual General Meeting of the Shareholders of **A22 Infra Engineering Limited** (hereinafter referred to as the Company) held on Thursday, 30th September, 2021 at 11:00 a.m. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

The Company hosted the notice of AGM on its website, website of NSDL (e-voting Agency) and also intimated the same to BSE Limited and National Stock Exchange of India Limited on 08th September, 2021.

Remote e-voting process

- **Agency**

The National Securities Depository Limited ("NSDL") as the agency for providing the platform for remote e-voting and e-voting during the AGM.

- **Remote e-voting period**

Remote e-voting platform was open from **09:00 a.m., Monday, 27th September, 2021 till 05:00 p.m., Wednesday, 29th September, 2021** and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by NSDL.

The Members of the Company as on the "cut off" date i.e. Thursday, September 23, 2021 were entitled to avail the facility of remote e-voting or e-voting during AGM on the proposed resolution(s) as set out in the Notice .

Voting at the AGM

- The Company had also provided e-voting facility to the Shareholders present at the AGM through VC and who had not cast their vote earlier.





- 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.
- On completion of e-voting during the AGM, I unblocked and downloaded the results of remote e-voting and e-voting by members at the AGM in presence of following two witnesses (non-employees of Company) around 12:50 P.M on 30th September 2021.

Brahmjot

(Brahmjot Singh)
7/118 Ramesh Nagar
Delhi-110 015

(Signature)

(Sumit Narang)
RZ-34A Indra Park Ext. Part-1,
Uttam Nagar New Delhi – 110 059

- The consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 04th September 2021 is enclosed herewith as **Annexure A**.

Dated: 30.09.2021
Place: New Delhi



(Signature)

(Suchitta Koley)
Scrutinizer
Partner of DR Associates
C.P. No. 714
UDIN: F001647C001049793

Countersigned by:



(Signature)
Abul K. Agarwal
Company Secretary



ANNEXURE- A

CONSOLIDATED RESULTS ON REMOTE E-VOTING AND E-VOTING AT THE 20th AGM OF A2Z INFRA ENGINEERING LTD. HELD ON 30TH SEPTEMBER, 2021

Item No. 1 of the Notice (Ordinary Resolution): Adoption of the Standalone and Consolidated Audited Financial Statements including the Balance Sheet as at March 31, 2021, together with the reports of the Board of Directors and the Auditors thereon.

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage (%)
	No.	Votes	Nos.	Votes	Nos.	Votes	
Assent	193	55181985	1	60	194	55182045	99.99
Dissent	17	7693	1	200	18	7893	0.01
Total	210	55189678	2	260	212	55189938	100

Item No. 2 of the Notice: Appointment of Director in place of Ms. Dipali Mittal (DIN 0087628), who is liable to retire rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for reappointment.

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage (%)
	No.	Votes	Nos.	Votes	Nos.	Votes	
Assent	182	55136911	1	60	183	55136971	99.90
Dissent	28	52767	1	200	29	52967	0.10
Total	210	55189678	2	260	212	55189938	100





Item No.3 of the Notice: To appoint M/s MRKS and Associates, Chartered Accountants (FRN: 023711N) as Statutory Auditors of the Company.

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage (%)
	No.	Votes	Nos.	Votes	Nos.	Votes	
Assent	189	55178716	1	60	190	55178776	99.98
Dissent	21	10962	1	200	22	11162	0.02
Total	210	55189678	2	260	212	55189938	100

Item No.4 of the Notice: Appointment of Branch Auditors for branch offices of the Company located outside India.

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage (%)
	No.	Votes	Nos.	Votes	Nos.	Votes	
Assent	186	55175945	1	60	187	55176005	99.98
Dissent	23	13033	1	200	24	13233	0.02
Total	209	55188978	2	260	211	55189238	100



DR ASSOCIATES
Company Secretaries



607, Rattan Jyoti Building,
Rajendra Place,
New Delhi – 110 008
Tel:- 91-11- 45063990, 4777 5059
E-mail: dr@drassociates.org
Website: www.drassociates.org

Item No.5 of the Notice: Ratification of remuneration payable to M/s. SKG & Co., Cost Accountants appointed as Cost Auditors of the Company for financial year ending March 31, 2022.

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage (%)
	No.	Votes	Nos.	Votes	Nos.	Votes	
Assent	184	55177306	1	60	185	55177366	99.98
Dissent	24	11242	1	200	25	11442	0.02
Total	208	55188548	2	260	210	55188808	100

(Suchिता Koley)
Scrutinizer
Partner of DR Associates
C.P. No. 714
UDIN: F001647C001049793



Counter signed by:

(Atul K. Agarwal)
Company Secretary

