

KANORIA ENERGY & INFRASTRUCTURE LIMITED

(Formerly known as A INFRASTRUCTURE LIMITED)

Regd. Office & Works: Hamirgarh - 311 025, Distt. Bhilwara (Rajasthan) Phone: 01482-286102, FAX: 01482-286104

Website: www.ainfrastructure.com, Email: cs@kanoria.org, CIN: L25191RJ1980PLC002077

Ref: KEIL/2023-2024

Date: January 17, 2024

To,
The Manager (Listing & Corporate Services)
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers, Dalal Street,
Kala Ghoda, Fort, Mumbai, Maharashtra 400001

BSE Code: 539620

Sub: Scrutinizer Report of Extra-Ordinary General Meeting held on 16.01.2024

Dear Sir/ Mam,

Please find enclosed Scrutinizer Report of Extra-Ordinary General Meeting held on 16.01.2024.

Request you to kindly take the same on record.

Thanking You,

For KANORIA ENERGY & INFRASTRUCTURE LIMITED
(Formerly known as A INFRASTRUCTURE LIMITED)

(Kuldeep Kaw)
Director
DIN: 07882201

ANIL SOMANI & ASSOCIATES

Company Secretaries

B-5, Ganpati Complex, Bhilwara, Rajasthan- 311025

Email Id: corporatesolutions14@gmail.com, (M) 09166611876

Scrutinizer's Report

To,
The Chairman,
M/s KANORIA ENERGY & INFRASTRUCTURE LIMITED
(Formerly known as A INFRASTRUCTURE LIMITED)
Hamirgarh, Dist. – Bhilwara Rajasthan - 311025

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on Remote E-Voting and poll for Extra-Ordinary General Meeting of Equity Shareholders held on Tuesday, January 16, 2024

Pursuant to the resolution passed by the Board of directors of **KANORIA ENERGY & INFRASTRUCTURE LIMITED (Formerly known as A INFRASTRUCTURE LIMITED)** (hereinafter referred to as "company") on 30th November, 2023, I had been appointed as the scrutinizer for the remote e-voting process and polling to be carried out at the Extra-Ordinary General meeting (hereinafter referred to as "EGM") in fair and transparent manner and ascertaining the requisite majority in respect of the resolutions contained in the notice to the EGM of the members of the company.

To enable wider participation of equity shareholders, pursuant to the provisions of section 108 of the Companies Act, 2013 and rules framed thereunder vide The companies (Management and administration) Rules, 2014 including The companies (Management and Administration) Amendment Rules, 2015, dated March 19, 2015 and SEBI's circular no.CIR/CFD/DIL/6/2012, dated July 13, 2012 as amended by its circular CIR/CFD/POLICYCELL/2/2014 dated April 17, 2014, every company having its equity shares listed on recognized stock exchange, is required to provide remote e-voting facility to their shareholders on all shareholders' resolutions to be passed at general meeting or through postal ballot. Since the company falls within the requirements as specified in the Companies Act, 2013 and the above mentioned circular of SEBI, remote e-voting which has been made applicable, the company provided for the same.

The company accordingly made arrangements with the system provider National Securities Depository Limited (herein after referred as "NSDL"), depository for providing a system of recording votes of the shareholders electronically through remote e-voting. The company has also accordingly made arrangements through its Registrar and Transfer Agent, BEETAL Financial & Computer Services Pvt. Ltd. (herein after referred as "RTA") to set up the e-voting facility on the NSDL e-voting Website <https://www.evoting.nsd.com>.

The company through RTA has also uploaded the resolutions in which remote e-voting is required and for generating Electronic Voting Sequence Number (EVSN) by the system provider. All necessary formalities in compliance with the requirements specified by NSDL, the system provider has been done by the company through its RTA. Necessary instructions in this regard to be followed by the shareholders had also been duly mentioned in the EGM notice dated 30th November, 2023. The members of the company as on the cut-off date i.e. 09th January, 2024 were entitled to vote on the resolutions contained in the notice to the EGM of the members of the company.

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Further to the above, I submit my report as under: -

1) As confirmed by management, the EGM notice dated 30th November, 2023 under section 101 of the Companies Act, 2013 was dispatched to 4130 (Four Thousand One Hundred and Thirty) shareholders (cutoff date for sending EGM notice is December 15, 2023) by electronic means via e-mail respectively on or before 20th December, 2023.

2) As stated in sub rules 4 of rule 20 of the companies (Management and Administration) Amendment Rules, 2015 amending the Rule 20 of the (Management and Administration) Rules, 2014 an advertisement was published by the company on 21st December, 2023 in "The Financial Express." English newspaper and "Dainik Bhaskar", vernacular newspaper, informing about the completion of the dispatch of the EGM notices, by electronic means via e-mail, to the shareholders along with other related matters mentioned therein.

3) The remote e-voting period remained open from Saturday, January 13, 2024 at 9:00 A.M. (IST) and ends on Monday, January 15, 2024 at 5:00 P.M. (IST).

4) The members of the company as on the cut-off date i.e. 09th January, 2024 were entitled to vote on the resolutions.

5) The empty polling box was locked and sealed in the presence of members. After the conclusion of voting at EGM, votes cast at the meeting were counted first and the votes cast through remote e-voting were unblocked in the presence of 2 witnesses who are not in the employment of the company.

6) The total number of fully paid up shares of the company outstanding as on 09th January, 2024 were 85291400. As on cut-off date, out of 4790 shareholders, 26 (Twenty Six) shareholders have exercised their votes through remote e- voting and 19 (Nineteen) shareholders has exercised their vote through poll at the EGM. 30 shareholders were present at the meeting held on January 16, 2024. The results (consolidated) for the item placed for consideration by the members is given below.

Resolution 1: Increase in borrowing limits from Rs. 300 crores to Rs. 500 crores or the aggregate of the paid up capital and free reserves of the Company, whichever is higher

Total No. of shareholders	4790		
Total No. of shares	85291400		
		Number of shareholders /Folio	Number of shares/votes
Total votes cast through remote e-voting	A	26	48151248
Total votes cast through polling at EGM	B	19	1277
Grand Total of remote e-voting /polling at EGM (A+B)	C	45	48152525
Less: Invalid remote e-voting/polls at EGM*(on account of signature not matched)	D	8	477
Net remote e-voting/polling at EGM(c-d)	E	37	48152048

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SUMMARY OF VOTING:

Resolution required :(Ordinary / Special)			Special 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)	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 & Promoter Group	E-VOTING	63070280	48149880	76.3432	48149880	0	100.00	0.00
	POLL		0	0	0	0	0	0.00
	TOTAL	63070280	48149880	76.3432	48149880	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	22221120	1368	0.0062	1368	0	100.00	0.00
	POLL		800	0.0036	800	0	100.00	0.00
	TOTAL	22221120	2168	0.0098	2168	0	100.00	0.00
TOTAL		85291400	48152048	56.4559	48152048	0	100.00	0.00

RESULT: -

Since, the number of votes cast in favour of the resolution is 100.00%, I report that the special resolution as set out in the notice of EGM dated November 30, 2023 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of EGM.

Resolution 2: Creation of Charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings

Total No. of shareholders	4790		
Total No. of shares	85291400		
		Number of shareholders /Folio	Number of shares/votes
Total votes cast through remote e-voting	A	26	48151248
Total votes cast through polling at EGM	B	19	1277
Grand Total of remote e-voting /polling at EGM (A+B)	C	45	48152525
Less: Invalid remote e-voting/polls at EGM*(on account of signature not matched)	D	8	477
Net remote e-voting/polling at EGM(c-d)	E	37	48152048

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SUMMARY OF VOTING:

Resolution required :(Ordinary / Special)			Special 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)	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 & Promoter Group	E-VOTING	63070280	48149880	76.3432	48149880	0	100.00	0.00
	POLL		0	0	0	0	0	0.00
	TOTAL	63070280	48149880	76.3432	48149880	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	22221120	1368	0.0062	1368	0	100.00	0.00
	POLL		800	0.0036	800	0	100.00	0.00
	TOTAL	22221120	2168	0.0098	2168	0	100.00	0.00
TOTAL		85291400	48152048	56.4559	48152048	0	100.00	0.00

RESULT: -

Since, the number of votes cast in favour of the resolution is 100%, I report that the special resolution as set out in the notice of EGM dated November 30, 2023 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of EGM.

Resolution 3: To invest upto Rs. 300.00 Cr towards setting up 250 KLPD Grain Based Fuel Ethanol Plant at Hargarh, District Jabalpur, Madhya Pradesh

Total No. of shareholders	4790		
Total No. of shares	85291400		
		Number of shareholders /Folio	Number of shares/votes
Total votes cast through remote e-voting	A	26	48151248
Total votes cast through polling at EGM	B	19	1277
Grand Total of remote e-voting /polling at EGM (A+B)	C	45	48152525
Less: Invalid remote e-voting/polls at EGM*(on account of signature not matched)	D	8	477
Net remote e-voting/polling at EGM(c-d)	E	37	48152048

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SUMMARY OF VOTING:

Resolution required : (Ordinary / Special)			Special 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)	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 & Promoter Group	E-VOTING	63070280	48149880	76.3432	48149880	0	100.00	0.00
	POLL		0	0	0	0	0	0.00
	TOTAL	63070280	48149880	76.3432	48149880	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	22221120	1368	0.0062	1368	0	100.00	0.00
	POLL		800	0.0036	800	0	100.00	0.00
	TOTAL	22221120	2168	0.0098	2168	0	100.00	0.00
TOTAL		85291400	48152048	56.4559	48152048	0	100.00	0.00

RESULT: -

Since, the number of votes cast in favour of the resolution is 100%, I report that the special resolution as set out in the notice of EGM dated November 30, 2023 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of EGM.

Resolution 4: Issue and Offer of Redeemable Preference Shares on a Private Placement basis

Total No. of shareholders	4790		
Total No. of shares	85291400		
		Number of shareholders /Folio	Number of shares/votes
Total votes cast through remote e-voting	A	26	48151248
Total votes cast through polling at EGM	B	19	1277
Grand Total of remote e-voting /polling at EGM (A+B)	C	45	48152525
Less: Invalid remote e-voting/polls at EGM*(on account of signature not matched)	D	8	477
Net remote e-voting/polling at EGM(c-d)	E	37	48152048

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SUMMARY OF VOTING:

Resolution required : (Ordinary / Special)			Special 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)	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 & Promoter Group	E-VOTING	63070280	48149880	76.3432	48149880	0	100.00	0.00
	POLL		0	0	0	0	0	0.00
	TOTAL	63070280	48149880	76.3432	48149880	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	22221120	1368	0.0062	1365	3	99.7807	0.2193
	POLL		800	0.0036	800	0	100.00	0.00
	TOTAL	22221120	2168	0.0098	2165	3	99.8616	0.1384
TOTAL		85291400	48152048	56.4559	48152045	3	100.00	0.00

RESULT: -

Since, the number of votes cast in favour of the resolution is 100%, I report that the special resolution as set out in the notice of EGM dated November 30, 2023 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of EGM.

I further report that as per the notice dated November 30, 2023 the chairman may declare and confirm the above result. The result of EGM together with the Scrutinizer's Report would be displayed on the company's website www.ainfrastructure.com and on the website of NSDL and shall also be communicated to the stock Exchange.

I further report that as per the said rules, the records maintained by me including the data as obtained from NSDL, the system provider for the remote e-voting facility extended by them as also a register recording the consent or otherwise received from the shareholders, voting through polling at EGM, which includes all the particulars of the shareholders such as the name, folio number /DPID/client ID, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares rejected, ballot papers and other related papers are in my safe custody which will be handed over to the chairman /company secretary of the company.

The report may be treated as a report under section 109 of the companies Act, 2013 and rule 21(2) of the companies (Management and Administration) Rules 2014.

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I thank you for the opportunity given to act as a Scrutinizer for the remote e-voting and polling at EGM.

Yours Faithfully,

ANIL KUMAR SOMANI
Digitally signed by
ANIL KUMAR SOMANI
Date: 2024.01.17
16:51:03 +05:30

Name and Signature of the Scrutinizer

Anil Kumar Somani

Practicing Company Secretary

COP: 13379

UDIN number A036055E003240841

Date: 17.01.2024

Place: Bhilwara

Countersigned by

Kuldeep Kaw
Digitally signed by
Kuldeep Kaw
Date: 2024.01.17
16:51:36 +05:30

Kuldeep Kaw

Director

Kanoria Energy & Infrastructure Limited