



**CONSOLIDATED SCRUTINIZER'S REPORT**

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]**

To,  
The Chairman  
27<sup>th</sup> Annual General Meeting of the Members of  
G R Infraprojects Limited  
Revenue Block No. 223, Old Survey No. 384/1, 384/2 Paiki and  
384/3, Khata No. 464, Kochariya, Ahmedabad -382220 India.

Dear Sir,

**Sub: 27<sup>th</sup> Annual General Meeting of the Shareholders of G R Infraprojects Limited held on Tuesday, 26<sup>th</sup> September 2023 at 02:00PM through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").**

I, Ronak Jhuthawat proprietor of M/s Ronak Jhuthawat & Co., Company Secretary in practice (Certificate of Practice no. 12094), have been appointed by the Board of Directors of **G R INFRAPROJECTS LIMITED** (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting and e-voting during 27<sup>th</sup> Annual General Meeting in a fair and transparent manner, in respect of resolutions as per attached Annexure-1 transacted at the 27<sup>th</sup> Annual General Meeting (AGM) of the Shareholders of the Company.

I hereby submit my report as under:

As per the General Circular No. 10/2022 dated 28<sup>th</sup> December, 2022 read with Circular Nos. 02/2022 dated 5<sup>th</sup> May, 2022, 21/2021 dated 14<sup>th</sup> December, 2021, 02/2021 dated 13<sup>th</sup> January, 2021, 20/2020 dated 5<sup>th</sup> May, 2020, 17/2020 dated 13<sup>th</sup> April, 2020 and 14/2020 dated 8<sup>th</sup> April, 2020 issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021 Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May, 2022 and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05<sup>th</sup> January, 2023 (collectively referred to as "SEBI Circular"), the said notification permits to hold AGM via **Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")**. As confirmed by the Company, notice dated 28<sup>th</sup> August, 2023 was sent to the shareholders in respect of the resolutions passed at the AGM of the Company through electronic mode to those Members whose e-mail addresses were registered with the Company/ Depositories, in compliance with the above mentioned circulars.

**Off. : 328, Samriddhi Complex, 3rd Floor, Above Udaipur Urban Co operative Bank  
Opp. Krishi Upaz Mandi, Sector 11 Main Road, Udaipur-313001 (Raj.)  
Mob. : 9887422212 | E-mail : csronakjhuthawat@gmail.com**



- A. The Company has appointed M/s KFin Technologies Limited to provide and facilitate remote e-voting services to the members of the Company to cast their votes through a secured electronic mode on the resolutions to be transacted at the said AGM.
- B. The Company had also provided e-voting facility to those shareholders who attended the AGM through VC / OAVM and who had not cast their vote through remote e-voting earlier.
- C. The cut-off date for determining the eligibility of the members to vote by remote e-voting or e-voting at the AGM was 19<sup>th</sup> September 2023. As on "Cut-off" date i.e. 19<sup>th</sup> September 2023, there were 66,720 (Sixty Six Thousand Seven Hundred Twenty Only) shareholders.
- D. The remote e-voting facility started on 23<sup>rd</sup> September, 2023 (9:00 AM) and ended on 25<sup>th</sup> September 2023 (5:00 PM).
- E. The requisite advertisements pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014, as amended and in compliance with Ministry of Corporate Affairs Circular No. 10/2022 dated 28th December 2022 (in continuation to the circulars issued earlier in this regard) were published in "Financial Express" (English Edition) and in "Financial Express"(Gujarati Edition) on 29<sup>th</sup> August 2023 respectively.
- F. The votes cast through remote e-voting and through e-voting were unblocked at 3:05 PM after conclusion of voting at the AGM held on Tuesday, 26<sup>th</sup> September 2023 in the presence of two witnesses who were not the employees of the Company.
- G. Based on the details containing list of Members who have cast their votes on remote e-voting platform as downloaded from the e-voting website of KFin Technologies Limited (<https://evoting.kfintech.com/>) and the votes cast by the members through VC / OAVM during AGM, the consolidated results of the remote e-voting and e-voting during AGM, on all items of the business transacted at the AGM held on Tuesday, 26<sup>th</sup> September 2023 are given in the Annexure-1 enclosed herewith, forming part of this Report.

**CONCLUSION:**

All the Resolutions mentioned in the AGM notice dated 28<sup>th</sup> August 2023 under the remote e-voting and e-voting through VC / OAVM during Annual General Meeting have been passed with requisite majority.



Thanking you,

Yours faithfully,

**For Ronak Jhuthawat & Co.  
Company Secretaries**



**Dr. Ronak Jhuthawat  
Proprietor  
M No. FCS 9738 COP No. 12094  
Peer Review No.: 1270/2021  
UDIN- F009738E001088684**

**Place: Udaipur  
Date: 26.09.2023**

Counter signed by  
**For G R INFRAPROJECTS LIMITED**



**(Sudhir Mutha)  
Company Secretary  
Authorised Person  
ICSI M. No. ACS18857**

**Place: Gurugram  
Date: 26.09.2023**

G R INFRAPROJECTS LIMITED

27th Annual General Meeting held on Tuesday, 26th September, 2023 at 2:00 PM

**CONSOLIDATED RESULTS OF VOTES CAST THROUGH REMOTE E-VOTING & THROUGH VIDEO CONFERENCING (VC)/OTHER AUDIO VISUAL MEANS (OAVM)**

Item No. of Notice of AGM	Subject matter of the Resolution (in brief)	Type of Resolution		REMOTE E-VOTING		E-VOTING AT AGM*		TOTAL		%age of total valid votes	Invalid Votes	
				No. of members voted	No. of valid votes cast	No. of members voted	No. of valid votes cast	No. of members voted	No. of valid votes cast		No. of Members	No. of invalid votes
(1)	(2)		(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)
1	To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2023 together with the Report of Auditors and Directors thereon	Ordinary Resolution	In Favour	221	92700909	4	506	225	92701415	100.00	NIL	NIL
			Against	3	63	1	17	4	80	0.00		
			<b>Total</b>	<b>224</b>	<b>92700972</b>	<b>5</b>	<b>523</b>	<b>229</b>	<b>9,27,01,495</b>	<b>100.00</b>		
2	To appoint a Director in place of Mr. Vinod Kumar Agarwal (DIN: 00182893) who retires by rotation and being eligible, offers himself for reappointment.	Ordinary Resolution	In Favour	201	92375739	4	506	205	9,23,76,245	99.65	NIL	NIL
			Against	23	325233	1	17	24	325250	0.35		
			<b>Total</b>	<b>224</b>	<b>92700972</b>	<b>5</b>	<b>523</b>	<b>229</b>	<b>9,27,01,495</b>	<b>100.00</b>		
3	Ratification of Remuneration of Cost Auditors for the Financial Year 2023-24	Ordinary Resolution	In Favour	216	92700768	4	506	220	9,27,01,274	100.00	NIL	NIL
			Against	8	204	1	17	9	221	0.00		
			<b>Total</b>	<b>224</b>	<b>92700972</b>	<b>5</b>	<b>523</b>	<b>229</b>	<b>9,27,01,495</b>	<b>100.00</b>		
4	Re-appointment of Mr. Vinod Kumar Agarwal as a Chairman & Wholtime Director (DIN: 00182893)	Special Resolution	In Favour	179	89992747	4	506	183	8,99,93,253	97.08	NIL	NIL
			Against	45	2708225	1	17	46	2708242	2.92		
			<b>Total</b>	<b>224</b>	<b>92700972</b>	<b>5</b>	<b>523</b>	<b>229</b>	<b>9,27,01,495</b>	<b>100.00</b>		
5	Re-appointment of Mr. Ajendra Kumar Agarwal as a Managing Director (DIN: 01147897)	Special Resolution	In Favour	178	89992713	4	506	182	8,99,93,219	97.08	NIL	NIL
			Against	46	2708259	1	17	47	2708276	2.92		
			<b>Total</b>	<b>224</b>	<b>92700972</b>	<b>5</b>	<b>523</b>	<b>229</b>	<b>9,27,01,495</b>	<b>100.00</b>		
6	To consider alteration in Articles of Association of the Company	Special Resolution	In Favour	209	91932391	4	506	213	9,19,32,897	99.17	NIL	NIL
			Against	14	768535	1	17	15	768552	0.83		
			<b>Total</b>	<b>223</b>	<b>92700926</b>	<b>5</b>	<b>523</b>	<b>228</b>	<b>9,27,01,449</b>	<b>100.00</b>		

Note: 1. This is Annexure-1 referred to in Consolidated Scrutinizer's Report dated 26th September, 2023 and forming part of that Report.

2. \*E-voting during AGM is the facility provided to members of the Company to cast their votes through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") who did not cast their vote earlier.

3. Few Shareholders have voted in both favour as well as against, for the purpose of calculation of number of members voted, these have been classified in the category in which they have put higher vote, and in case of equal vote, the same has been classified in favour.

**For Ronak Jhuthawat & Co  
Company Secretaries**

Dr. Ronak Jhuthawat  
Membership No. : FCS-9738  
Certificate of Practice No.: 12094  
Peer Review No.: 1270/2021  
Udaipur, 26th September, 2023  
UDIN- F009738E001088684



**For G R INFRAPROJECTS LIMITED**



*Sudhir Mutha*  
**(Sudhir Mutha)**  
Company Secretary  
Authorized Person  
Place : Gurugram  
M.No. ACS18857  
26th September, 2023