

**UDAYSHIVAKUMAR INFRA LIMITED**  
(Formerly known as UDAYSHIVAKUMAR INFRA PRIVATE LIMITED)  
**Registered office: 1924A/196, BanashankariBadavane,  
Near Nh-4 Bypass Davangere Karnataka India- 577005**



CIN: U45309KA2019PLC130901  
Website: [www.uskinfra.com](http://www.uskinfra.com)

Email Id: [cs@uskinfra.com](mailto:cs@uskinfra.com)  
Telephone No: +918192297009

Date: 04.10.2023

To, BSE Limited PhirozeJeejeebhoy Towers 25th Floor, Dalal Street, Mumbai- 400001 BSE SCRIP CODE: 543861	To, National Stock Exchange of India Limited Exchange Plaza, Bandra- Kurla Complex, Sandra (E), Mumbai - 400051 NSE EQUITY SYMBOL: USK
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ISIN: INE0N0Y01013

**Sub: Declaration of Voting Results of the 04th Annual General Meeting and submission of Scrutinizers Report;**

Dear Sir,

Pursuant to the provisions of the Companies Act, 2013 and the Rules made thereunder and pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Voting Results on the resolutions passed at the 04th Annual General Meeting of the Company held on Saturday, 30<sup>th</sup> day of September, 2023, at 03:30 P.M. ("IST"), at the registered office of the Company at 1924A/196, Banashankari Badavane, Near Nh-4 Bypass Davangere Karnataka India- 577005

With reference to the captioned subject we are also enclosing herewith the Scrutinizer's Report, pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014.

Please take the same on your records and oblige.

Thanking you.

Yours faithfully,  
For **Udayshivakumar Infra Limited**

**UDAYSHIVAKUMAR**  
**Managing Director**  
**DIN: 05326601**

## Scrutinizer's Report

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

To,  
The Chairman,  
Udayshivakumar Infra Limited,  
1924A/196, BanashankariBadavane,  
Near Nh-4 Bypass Davangere Karnataka India- 577005

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on voting through electronic means (Remote E-voting) and voting through the facility of ballot provided at the 04th Annual General Meeting of Udyshivakumar Infra Limited.**

I, Roshan Raikar ,Company Secretary, Belgaum, was appointed as Scrutinizer by the Board of Directors of UDAYSHIVAKUMAR INFRA LIMITED ("the Company") in its meeting held on September,30<sup>th</sup> 2023 for the purpose of Scrutinizing the remote e-voting and voting through Ballot Paper conducted during the 04th Annual General Meeting, in a fair and transparent manner, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per the Circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, from time to time.

The Company had availed the remote e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for conducting remote e-voting by the Shareholders of the Company. The Company had provided the facility of voting through Ballot Paper during the Annual General Meeting held on Saturday 30th day of September, 2023, at the registered office of the Company at 1924A/196, BanashankariBadavane, Near Nh-4 Bypass Davangere Karnataka India- 577005, at.03:30 P.M. Further, the shareholders holding shares as on the "Cut-Off" date i.e. 23<sup>rd</sup> September, 2023, were entitled for voting on the proposed resolutions as set out at item numbers 1 to 5 in the notice convening the 04th Annual General Meeting.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, Rules framed thereunder, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, from time to time, along with other applicable laws relating to e-voting and voting through ballot on the resolutions contained in the notice convening the Annual General Meeting of the Company.



My responsibility as a Scrutinizer for the voting process (Remote e-Voting and voting through Ballot Paper during the meeting) is restricted to make a Report of the Votes Cast "In Favour" or "Against" the resolutions as stated below, based on the report generated from the e-voting system provided by CDSL (authorized agency to provide e-voting platform) and the votes cast through Ballot Paper during the meeting.

Further to above, I submit my report as under:

1. The e-voting period remained open from Wednesday, 27th day of September, 2023 at 09:00 A.M. and ends on Friday, 29th day of September, 2023 at 05:00 P.M. (both days inclusive) and the e-voting platform was blocked thereafter.

2. After the conclusion of the meeting, the facility for the Remote E-voting and the ballot box used for Voting through Ballot Paper during the Annual General Meeting were unblocked and unlocked respectively by me in the presence of two witnesses who were not in the employment of the Company.

3. Thereafter, I have scrutinized and reviewed the Remote E-Voting carried out by the Members and the Voting through Ballot Paper during the Annual General Meeting and the votes cast therein based on the data downloaded from the CDSL e-voting system and the Ballot Papers.

4. The results of the Remote E-voting together with the Voting through Ballot Paper conducted during the 04th Annual General Meeting are as under:

**ORDINARY BUSINESS**

**(a) Ordinary Resolution No. 1**

Consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors' and Auditors' thereon;

Mode of Voting	Valid Votes						Abstain	
	Votes in Favour (Assent)			Votes Against (Dissent)			No. of Members Voting	No. of Votes Cast
	No. of Members Voted	No. of Votes Cast	% of total votes cast in favour	No. of Members Voted	No. of Votes Cast	% of total votes cast against		



Remote E-Voting	69	36,84,4750	99.99	2	315	0.01	NIL	NIL
Ballot Paper during AGM	12	1,328		--	--		NIL	NIL
<b>Total</b>	<b>81</b>	<b>3,68,46,078</b>	<b>99.99</b>	<b>2</b>	<b>315</b>	<b>0.01</b>	<b>NIL</b>	<b>NIL</b>

\* 35 members were present at the general meeting out of which 23 members had voted through evoting facility provided by the company, thus for these 23 members ballot paper voting is not considered

**(b) Ordinary Resolution No. 2**

To appoint a Director in place of Ms. Manjushree Shivakumar (DIN: 09597357) who retires by rotation and being eligible, offers herself for re-appointment;

Mode of Voting	Valid Votes						Abstain	
	Votes in Favour (Assent)			Votes Against (Dissent)				
	No. of Members Voted	No. of Votes Cast	% of total votes cast in favour	No. of Members Voted	No. of Votes Cast	% of total votes cast against	No. of Members Voting	No. of Votes Cast
Remote E-Voting	57	3,27,979	95.32	6	16,186	4.68	NIL	NIL
Ballot Paper during AGM	12	1,328		--	--		NIL	NIL
<b>Total</b>	<b>69</b>	<b>3,29,307</b>	<b>95.32</b>	<b>6</b>	<b>16,186</b>	<b>4.68</b>	<b>NIL</b>	<b>NIL</b>

\* 3,65,00,900 votes casted by 8 members are not considered since they are related parties



**SPECIAL BUSINESS**

**(c) Ordinary Resolution No. 3**

Ratification of remuneration payable to Cost Auditors of the Company;

Mode of Voting	Valid Votes						Abstain	
	Votes in Favour (Assent)			Votes Against (Dissent)			No. of Members Voting	No. of Votes Cast
	No. of Members Voted	No. of Votes Cast	% of total votes cast in favour	No. of Members Voted	No. of Votes Cast	% of total votes cast against		
Remote E-Voting	67	3,68,43,894	99.99	4	1,171	0.01	NIL	NIL
Ballot Paper during AGM	12	1,328		--	--		NIL	NIL
<b>Total</b>	<b>79</b>	<b>3,68,45,222</b>	<b>99.99</b>	<b>4</b>	<b>1,171</b>	<b>0.01</b>	<b>NIL</b>	<b>NIL</b>

\* 35 members were present at the general meeting out of which 23 members had voted through evoting facility provided by the company, thus for these 23 members ballot paper voting is not considered

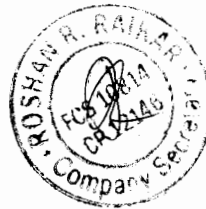


**(d) Ordinary Resolution No. 4**

Appointment of Mr. MATADA SHIVALINGASWAMY as an Independent Director of the Company;

Mode of Voting	Valid Votes						Abstain	
	Votes in Favour (Assent)			Votes Against (Dissent)				
	No. of Members Voted	No. of Votes Cast	% of total votes cast in favour	No. of Members Voted	No. of Votes Cast	% of total votes cast against	No. of Members Voting	No. of Votes Cast
Remote E-Voting	65	3,68,28,879	99.95	6	16,186	0.05	NIL	NIL
Ballot Paper during AGM	12	1,328		--	--		NIL	NIL
<b>Total</b>	<b>79</b>	<b>3,68,30,207</b>	<b>99.95</b>	<b>6</b>	<b>16,186</b>	<b>0.05</b>	<b>NIL</b>	<b>NIL</b>

\* 35 members were present at the general meeting out of which 23 members had voted through evoting facility provided by the company, thus for these 23 members ballot paper voting is not considered



**(e) Ordinary Resolution No. 5**

Ratification/Approval of Related Party Transactions;

Mode of Voting	Valid Votes						Abstain	
	Votes in Favour (Assent)			Votes Against (Dissent)				
	No. of Members Voted	No. of Votes Cast	% of total votes cast in favour	No. of Members Voted	No. of Votes Cast	% of total votes cast against	No. of Members Voting	No. of Votes Cast
Remote E-Voting	58	3,27,994	95.07	5	16,171	4.93	NIL	NIL
Ballot Paper during AGM	12	1,328		--	--		NIL	NIL
<b>Total</b>	<b>78</b>	<b>3,29,322</b>	<b>95.07</b>	<b>5</b>	<b>16,171</b>	<b>4.93</b>	<b>NIL</b>	<b>NIL</b>

\* 3,65,00,900 votes casted by 8 members are not considered since they are related parties





5. All the 5 (Five) Resolutions contained in the Notice convening the 04th Annual General Meeting of the Company as per the details above attached stand PASSED under Remote E-voting and Voting through Ballot Paper conducted during the Annual General Meeting with the requisite majority and hence deemed to be passed as on the date of the Annual General Meeting.

6. The Registers, all other papers and relevant records relating to Electronic Voting and Ballot Papers shall remain in our safe custody until the Chairman considers, approves and signs the Minutes and thereafter the same will be handed over to Mr. UDAYSHIVAKUMAR Executive Director of the Company for safe keeping.

Thanking you.

Yours faithfully,



Roshan Raikar  
Company Secretary in Practice  
Mem No. F10814  
UDIN- F010814E001168179  
PR No.: 3275/2023

Place: Belgaum  
Date: October 03, 2023

<b>Name of the Company</b>	UDAYSHIVAKUMAR INFRA LIMITED
<b>Date of the Annual General Meeting</b>	30-09-2023
<b>Total number of shareholders on record date</b>	25,480
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	35
<b>Promoters and Promoter Group:</b>	8
<b>Public</b>	27
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	NA
<b>Promoters and Promoter Group:</b>	NA
<b>Public</b>	NA

<b>Resolution No.</b>	1									
<b>Resolution required:</b>	ORDINARY - Consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors' and Auditors' thereon;									
<b>Whether promoter / promoter group are interested in the agenda/resolution?</b>	NO									
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of Shares held (1)</b>	<b>No. of Votes Poled (2)</b>	<b>% of Votes Polled on Outstanding Shares (3) = [(2)/(1)] * 100</b>	<b>No. of Votes — In Favour (4)</b>	<b>No. of Votes — Against (5)</b>	<b>% of Votes In Favour on Votes Polled (6) = [(4)/(2)]* 100</b>	<b>% of Votes Against on Votes Polled (7) = [(5)/(2)]* 100</b>	<b>Votes Invalid</b>	<b>Votes Abstained</b>
Promoter and Promoter Group	E-Voting	3,64,99,000	3,64,99,000	100.0000	3,64,99,000	--	100.0000	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>	<b>3,64,99,000</b>	<b>3,64,99,000</b>	<b>100.0000</b>	<b>3,64,99,000</b>	<b>--</b>	<b>100.0000</b>	<b>--</b>	<b>--</b>	<b>--</b>
Public-Institutions	E-Voting	1,05,999	--	--	--	--	--	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>	<b>1,05,999</b>	--	--	--	--	--	--	--	--
Public-Non Institutions	E-Voting	1,87,52,143	3,46,065	1.8455	3,45,750	315	99.9090	0.0910	--	--
	Poll		1,328	0.0071	1,328	--	100.0000	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>	<b>1,87,52,143</b>	<b>3,47,393</b>	<b>1.8526</b>	<b>3,47,078</b>	<b>315</b>	<b>99.9093</b>	<b>0.0907</b>	<b>--</b>	<b>--</b>
<b>Total</b>		<b>5,53,57,142</b>	<b>3,68,46,393</b>	<b>66.5612</b>	<b>3,68,46,078</b>	<b>315</b>	<b>99.9991</b>	<b>0.0009</b>	<b>--</b>	<b>--</b>



<b>Resolution No.</b>	2									
<b>Resolution required:</b>	<b>ORDINARY - APPOINTMENT OF MS. MANJUSHREE SHIVAKUMAR (DIN: 09597357), WHO RETIRES BY ROTATION.</b>									
<b>Whether promoter / promoter group are interested in the agenda/resolution?</b>	YES									
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of Shares held (1)</b>	<b>No. of Votes Poled (2)</b>	<b>% of Votes Polled on Outstanding Shares (3)=[(2)/(1)]*100</b>	<b>No. of Votes — In Favour (4)</b>	<b>No. of Votes — Against (5)</b>	<b>% of Votes In Favour on Votes Polled (6)=[(4)/(2)]*100</b>	<b>% of Votes Against on Votes Polled (7)=[(5)/(2)]*100</b>	<b>Votes Invalid</b>	<b>Votes Abstained</b>
Promoter and Promoter Group	E-Voting	3,64,99,000	--	--	--	--	--	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>	<b>3,64,99,000</b>	--	--	--	--	--	--	--	--
Public-Institutions	E-Voting	1,05,999	--	--	--	--	--	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>	<b>1,05,999</b>	--	--	--	--	--	--	--	--
Public-Non Institutions	E-Voting	1,87,52,143	3,44,165	1.8455	3,27,979	16,186	95.2970	4.7030	--	--
	Poll		1,328	0.0071	1,328	--	100.0000	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>	<b>1,87,52,143</b>	<b>3,45,493</b>	<b>1.8424</b>	<b>3,29,307</b>	<b>16,186</b>	<b>95.3151</b>	<b>4.6849</b>	--	--
<b>Total</b>		<b>5,53,57,142</b>	<b>3,45,493</b>	<b>0.6241</b>	<b>3,29,307</b>	<b>16,186</b>	<b>95.3151</b>	<b>4.6849</b>	--	--

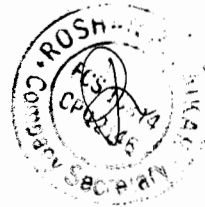
\* 3,65,00,900 votes casted by 8 members are not considered since they are related parties



<b>Resolution No.</b>	3									
<b>Resolution required:</b>	ORDINARY - RATIFICATION OF REMUNERATION OF M/S MURTHY & CO. LLP, COST ACCOUNTANTS, (FIRM REGISTRATION NO. 000648) FOR FINANCIAL YEAR ENDED MARCH 31, 2023.									
<b>Whether promoter / promoter group are interested in the agenda/resolution?</b>	NO									
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of Shares held (1)</b>	<b>No. of Votes Poled (2)</b>	<b>% of Votes Polled on Outstanding Shares (3)=[(2)/(1)]*100</b>	<b>No. of Votes — In Favour (4)</b>	<b>No. of Votes — Against (5)</b>	<b>% of Votes In Favour on Votes Polled (6)=[(4)/(2)]*100</b>	<b>% of Votes Against on Votes Polled (7)=[(5)/(2)]*100</b>	<b>Votes Invalid</b>	<b>Votes Abstained</b>
Promoter and Promoter Group	E-Voting	3,64,99,000	3,64,99,000	100.0000	3,64,99,000	--	100.0000	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>	<b>3,64,99,000</b>	<b>3,64,99,000</b>	<b>100.0000</b>	<b>3,64,99,000</b>	<b>--</b>	<b>100.0000</b>	<b>--</b>	<b>--</b>	<b>--</b>
Public-Institutions	E-Voting	1,05,999	--	--	--	--	--	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>	<b>1,05,999</b>	--	--	--	--	--	--	--	--
Public-Non Institutions	E-Voting	1,87,52,143	3,46,065	1.8455	3,44,894	1,171	99.6616	0.3384	--	--
	Poll		1,328	0.0071	1,328	--	100.0000	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>	<b>1,87,52,143</b>	<b>3,47,393</b>	<b>1.8526</b>	<b>3,46,222</b>	<b>1,171</b>	<b>99.6629</b>	<b>0.3371</b>	<b>--</b>	<b>--</b>
<b>Total</b>		<b>5,53,57,142</b>	<b>3,68,46,393</b>	<b>66.5612</b>	<b>3,68,45,222</b>	<b>1,171</b>	<b>99.9968</b>	<b>0.0032</b>	<b>--</b>	<b>--</b>



<b>Resolution No.</b>	4									
<b>Resolution required:</b>	Re-appointment of Mr. MATADA SHIVALINGASWAMY (DIN:10283087) as Independent Director of the Company.									
<b>Whether promoter / promoter group are interested in the agenda/resolution?</b>	NO									
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of Shares held (1)</b>	<b>No. of Votes Poled (2)</b>	<b>% of Votes Polled on Outstanding Shares (3)=[(2)/(1)]*100</b>	<b>No. of Votes — In Favour (4)</b>	<b>No. of Votes — Against (5)</b>	<b>% of Votes In Favour on Votes Polled (6)=[(4)/(2)]*100</b>	<b>% of Votes Against on Votes Polled (7)=[(5)/(2)]*100</b>	<b>Votes Invalid</b>	<b>Votes Abstained</b>
Promoter and Promoter Group	E-Voting	3,64,99,000	3,64,99,000	100.0000	3,64,99,000	--	100.0000	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>	<b>3,64,99,000</b>	<b>3,64,99,000</b>	<b>100.0000</b>	<b>3,64,99,000</b>	<b>--</b>	<b>100.0000</b>	<b>--</b>	<b>--</b>	<b>--</b>
Public-Institutions	E-Voting	1,05,999	--	--	--	--	--	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>	<b>1,05,999</b>	<b>--</b>	<b>--</b>	<b>--</b>	<b>--</b>	<b>--</b>	<b>--</b>	<b>--</b>	<b>--</b>
Public-Non Institutions	E-Voting	1,87,52,143	3,46,065	1.8455	3,29,879	16,186	95.3228	4.6772	--	--
	Poll		1,328	0.0071	1,328	--	100.0000	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>	<b>1,87,52,143</b>	<b>3,47,393</b>	<b>1.8526</b>	<b>3,31,207</b>	<b>16,186</b>	<b>95.3407</b>	<b>4.6593</b>	<b>--</b>	<b>--</b>
<b>Total</b>		<b>5,53,57,142</b>	<b>3,68,46,393</b>	<b>66.5612</b>	<b>3,68,30,207</b>	<b>16,186</b>	<b>99.9561</b>	<b>0.0439</b>	<b>--</b>	<b>--</b>



<b>Resolution No.</b>	5									
<b>Resolution required:</b>	RATIFICATION/APPROVAL OF RELATED PARTY TRANSACTIONS									
<b>Whether promoter / promoter group are interested in the agenda/resolution?</b>	YES									
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of Shares held (1)</b>	<b>No. of Votes Poled (2)</b>	<b>% of Votes Polled on Outstanding Shares (3)=[(2)/(1)]*100</b>	<b>No. of Votes — In Favour (4)</b>	<b>No. of Votes — Against (5)</b>	<b>% of Votes In Favour on Votes Polled (6)=[(4)/(2)]*100</b>	<b>% of Votes Against on Votes Polled (7)=[(5)/(2)]*100</b>	<b>Votes Invalid</b>	<b>Votes Abstained</b>
Promoter and Promoter Group	E-Voting	3,64,99,000	--	--	--	--	--	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>	<b>3,64,99,000</b>	--	--	--	--	--	--	--	--
Public-Institutions	E-Voting	1,05,999	--	--	--	--	--	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>	<b>1,05,999</b>	--	--	--	--	--	--	--	--
Public-Non Institutions	E-Voting	1,87,52,143	3,44,165	1.8353	3,27,994	16,171	95.3014	4.6986	--	--
	Poll		1,328	0.0071	1,328	--	100.0000	0.0000	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>	<b>1,87,52,143</b>	<b>3,45,493</b>	<b>1.8424</b>	<b>3,29,322</b>	<b>16,171</b>	<b>95.3194</b>	<b>4.6806</b>	--	--
<b>Total</b>		<b>5,53,57,142</b>	<b>3,45,493</b>	<b>0.6241</b>	<b>3,29,322</b>	<b>16,171</b>	<b>95.3194</b>	<b>4.6806</b>	--	--

