

SEIL/Sec./SE/2024-25/52**September 4, 2024**

The Manager
Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, Bandra Kurla Complex
Bandra (East), MUMBAI 400 051
Fax # 022-2659 8237/8238/8347/8348

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
MUMBAI 400 001
Fax # 022-2272 3121/2037/2039

Symbol: SCHNEIDER

Scrip Code No. 534139

Sub: Voting Results and Scrutinizer's Report of 14th Annual General Meeting of the Company

Dear Sir/Madam,

In continuation to our letter SEIL/Sec./SE/2024-25/50 dated September 3, 2024, this is to inform that 14th Annual General Meeting ("AGM") of Schneider Electric Infrastructure Limited ("the Company") was held on Tuesday, September 3, 2024 at 3:30 p.m. (IST) through Video Conferencing/Other Audio Visual Means ("VC/OAVM") in accordance with circulars/notifications issued by the Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI"), and business(es) set out in the Notice of AGM dated May 23, 2024 were duly transacted.

In this regard, please find enclosed herewith the following:

1. Consolidated Report of Scrutinizer dated September 4, 2024, for remote e-Voting and e-Voting conducted during the AGM, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with the relevant circulars and notifications, issued from time-to-time, as **Annexure-I**; and
2. Voting Results as required under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as **Annexure-II**.

The voting results along with the Scrutinizer's Report(s) will be made available at the registered and corporate office of the Company and at the website at <https://infra-in.se.com/> and on the website of KFin Technologies Limited at <https://evoting.kfintech.com/>.

The Meeting commenced at 3:30 p.m. IST and concluded at 5:03 p.m. IST.

We request you to kindly take the above information on record.

Thanking you.

Yours Sincerely,

For **Schneider Electric Infrastructure Limited**

(Sumit Goel)
Company Secretary and Compliance Officer

Encl: As above

Schneider Electric Infrastructure Limited

**Scrutinizer's Report on remote e-voting and e-voting at the 14th
Annual General Meeting of Schneider Electric Infrastructure Limited**

The Chairperson

Schneider Electric Infrastructure Limited

Milestone 87, Vadodara-Halol Highway,
Village Kotambi, Post Office Jarod,
Vadodara 391 510, Gujarat, India

Date of Meeting: September 03, 2024

Day of Meeting: Tuesday

Time of Meeting: 03:30 P.M. (IST)

Dear Sir/Ma'am,

I, Shashikant Tiwari, Partner of Chandrasekaran Associates, Company Secretaries having office at 11F, Pocket IV, Mayur Vihar, Phase-I, New Delhi-110091, was appointed as Scrutinizer of **Schneider Electric Infrastructure Limited** ("Company") for scrutinizing the remote e-voting and e-voting (hereinafter referred to as the "electronic voting") at the 14th Annual General Meeting ("the Meeting/ AGM") convened through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in respect of the resolutions set out in the notice of the Meeting dated May 23, 2024 ("Notice").

Pursuant to the General Circular No. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021 and 02/2023 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 08, 2021, December 14, 2021 May 05, 2022, December 28, 2022 and September 25, 2023 respectively, issued by Ministry of Corporate Affairs ("**MCA Circular**") and SEBI circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI circular no. January 5, 2023 and SEBI circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 ("**SEBI Circular**"), [collectively referred to as "**Relevant Circulars**"), the Company has sent the Annual Report for financial year 2023-24 ("**Annual Report**") along with the Notice, only through e-mail to those Members only whose name appeared in the register of members of the Company as on Friday, August 9, 2024 and whose email IDs are registered with the Company/Registrar and Transfer Agent ("**RTA**")/ Depository Participants ("**DPs**"). The Company gave an additional facility to the members to register their e-mail ids with the RTA, the Company or their DPs through pre-dispatch newspaper advertisements published on Thursday, August 8, 2024 in The Financial Express (English Newspaper -all editions), The Financial Express (Gujarati Newspaper-Ahmedabad and Gujarat Samachar (Gujarati Newspaper-Vadodara) in terms of the Relevant Circulars.

The Company had also given the post-dispatch newspaper advertisements in the above-named newspapers on Saturday, August 10, 2024 in terms of Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, confirming the completion of dispatch of Annual Report and the Notice to the Shareholders.

The Company had appointed KFin Technologies Limited ("**KFintech**") for providing the facility for the electronic voting and for participation in the AGM through VC/OAVM.

Page 1 of 6

Internal

11-F, Pocket-IV, Mayur Vihar Phase-I, Delhi-110 091.

Phone : 2271 0514, 2271 3708, E-mail : info@cacsindia.com, visit us at : www.cacsindia.com



The remote e-voting period commenced on Saturday, August 31, 2024, at 09:00 A.M. (IST) and ended on Monday, September 2, 2024, at 05:00 P.M. (IST) and the KFintech e-voting platform was blocked thereafter and then reopened during the AGM and was kept opened during the AGM and till 15 minutes after the formal proceedings were closed.

Further, the e-voting was announced for the members who attended the Meeting but have not cast their vote through remote e-voting.

The members holding shares as at the close of business hours on Tuesday, August 27, 2024, ("**Cut-off date**") were entitled to vote on the proposed resolutions as set out in the Notice, and their shareholding as on that date has been reckoned for the purpose of arriving at the result of the electronic voting for the Meeting.

Subsequently, the electronic voting was unblocked on September 03, 2024, around 05:27 P.M.(IST) in the presence of two witnesses, Mr. Karan Kanojia R/o, 39-A Anand Vihar, Delhi - 110092 and Mr. Ankit Bansal R/o F 114, Subhash Chowk, Laxmi Nagar, New Delhi- 110092, who are not in the employment of the Company.

The votes cast through electronic voting, which were incomplete and/ or otherwise found defective, have been treated as invalid.

The Management of the Company is responsible to ensure compliance with requirements of the Companies Act, 2013, rules made there-under and Relevant Circulars relating to electronic voting on the resolutions contained in the Notice.

My responsibility as scrutinizer for electronic voting restricted to making a scrutinizer report of the votes cast in favour or against the resolution(s).

Based on the data downloaded from official website of KFintech for the electronic voting, I now submit the consolidated report thereon.



(1) The result of the voting is as under:

1. Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and Auditors thereon (Ordinary Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	280	187549313	13	624421	293	188173734
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	3	49057	0	0	3	49057
Less:	Number of Members & votes exercised partially	5*	928109*	0	0	5*	928109*
	No. of Valid Votes Cast	277*	186572147*	13	624421	290*	187196568*

*5 (Five) members holding 928114 equity shares have partially exercised their votes for 5 equity shares in favour and not exercised for 928109 equity shares.

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	266	186571598	13	624421	279	187196019	99.9997
Against	11	549	0	0	11	549	0.0003
Total	277	186572147	13	624421	290	187196568	100



2. Appointment of Mr. Anil Chaudhry (DIN: 03213517) who retires by rotation and being eligible offers himself for re-appointment, as a Director (Ordinary Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
	Number of Members & Shares held by them	280	187549313	13	624421	293	188173784
Less :	Number of Members & Invalid/Rejected Votes	1	1	0	0	1	1
Less :	Number of Members & who abstained from voting	0	0	0	0	0	0
Less :	Number of Members & votes exercised partially	5*	928109*	0	0	5*	928109
	No. of Valid Votes Cast	279*	186621203*	13	624421	292*	187245624

*5 (Five) members holding 928114 equity shares have partially exercised their votes for 5 equity shares in favour and not exercised for 928109 equity shares.

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% Of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	245	185746170	13	624421	258	186370591	99.5327
Against	38	875033	0	0	38	875033	0.4673
Total	283#	186621203	13	624421	296#	187245624	100

#4 (four) members holding 273744 equity shares have exercised their votes for 258330 equity shares in favour and for 15414 equity shares in against. Accordingly, such members have been counted twice and consequently total number of members voted has been increased by 4 numbers.



3. Ratification of Remuneration to be paid to M/s. Shome & Banerjee, Cost Accountants as Cost Auditors of the Company for the Financial Year 2024-25 (Ordinary Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
	Number of Members & Shares held by them	280	187549313	13	624421	293	188173734
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	2	103	0	0	2	103
Less:	Number of Members & votes exercised partially	4*	928109	0	0	4*	928109
	No. of Valid Votes Cast	278*	186621101	13	624421	291	187245522

*4 (four) members holding 928114 equity shares have partially exercised their votes for 5 equity shares in favour and not exercised for 928109 equity shares.

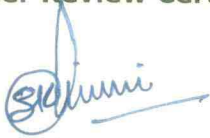
Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% Of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	265	186620127	13	624421	278	187244548	99.9995
Against	13	974	0	0	13	974	0.0005
Total	278	186621101	13	624421	291	187245522	100



- (2) The chairperson or any other person authorised by her may accordingly declare the results thereof.
- (3) Relevant records pertaining to the electronic voting shall remain in the safe custody of the Scrutinizer, until the chairperson signs the minutes of the Meeting and thereafter the same shall be handed over to the Company Secretary.
- (4) Based on the aforesaid results, the resolutions as mentioned above and, in the Notice have been passed with the requisite majority on Tuesday, September 03, 2024.

Thanking you,
Yours faithfully,

Chandrasekaran Associates
Company Secretaries
Firm Registration No: -P1988DE002500
Peer Review Certificate No: - 5715/2024



Shashikant Tiwari
Partner
Membership No: F11919
CP No.13050
UDIN: F011919F001134997



Place: Delhi
Date: 04th September, 2024

Counter-signed by:
For and on behalf of
Schneider Electric Infrastructure Limited

(Chairperson/ Company Secretary-Authorised by the
Chairperson of the Company)

Annexure II

	SCHNEIDER ELECTRIC INFRASTRUCTURE LIMITED
Date of the AGM/EGM	03-09-2024
Total number of shareholders on record date	110462
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	2
Public:	53

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - Audited Financial Statements of the Company for the financial year ended March 31, 2024, and the Reports of the Board of Directors and Auditors thereon.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	179,328,026	179,328,026	100.0000	179,328,026	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		179,328,026	100.0000	179,328,026	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	12,762,695	6,684,575	52.3759	6,684,575	0	100.0000	0.0000	0	48,556
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,684,575	52.3759	6,684,575	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	47,013,314	559,546	1.1902	558,997	549	99.9018	0.0981	0	501
	Poll		624,421	1.3282	624,421	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,183,967	2.5184	1,183,418	549	99.9536	0.0464	0	501
Total		239,104,035	187,196,568	78.2908	187,196,019	549	99.9997	0.0003	0	49057

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Anil Chaudhry (DIN: 03213517) who retires by rotation as a Director.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	179,328,026	179,328,026	100.0000	179,328,026	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		179,328,026	100.0000	179,328,026	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	12,762,695	6,733,131	52.7563	5,858,963	874,168	87.0169	12.9830	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,733,131	52.7563	5,858,963	874,168	87.0169	12.9831	0	0
Public- Non Institutions	E-Voting	47,013,314	560,046	1.1913	559,181	865	99.8455	0.1544	0	1
	Poll		624,421	1.3282	624,421	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,184,467	2.5195	1,183,602	865	99.9270	0.0730	0	1
Total		239,104,035	187,245,624	78.3114	186,370,591	875,033	99.5327	0.4673	0	1

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of Remuneration to be paid to M/s. Shome & Banerjee, Cost Accountants as Cost Auditors of the Company for the Financial Year 2024-25.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	179,328,026	179,328,026	100.0000	179,328,026	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		179,328,026	100.0000	179,328,026	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	12,762,695	6,733,131	52.7563	6,733,131	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,733,131	52.7563	6,733,131	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	47,013,314	559,944	1.1910	558,970	974	99.8260	0.1739	0	103
	Poll		624,421	1.3282	624,421	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,184,365	2.5192	1,183,391	974	99.9178	0.0822	0	103
Total		239,104,035	187,245,522	78.3113	187,244,548	974	99.9995	0.0005	0	103