



AN ISO 9001 : 2015
certified company

SIMPLEX INFRASTRUCTURES LIMITED

REGD. OFFICE

'SIMPLEX HOUSE' 27, SHAKESPEARE SARANI, KOLKATA-700 017 (INDIA)
PHONES : +91 33 2301-1600, FAX : +91 33 2289-1468
E-mail : simplexkolkata@simplexinfra.com, Website : www.simplexinfra.com
CIN No. L45209 WB 1924 PLC 004969

Ref No. 01/CS/SE/001/ 94982

Date: 29th September, 2023

The Secretary
National Stock Exchange of India Limited
5th Floor, Exchange Plaza
Bandra Kurla Complex
Bandra East, Mumbai – 400 051

The Secretary
The Calcutta Stock Exchange Ltd
7, Lyons Range
Kolkata – 700 001

The Secretary
BSE Limited
1st Floor, New Trade Ring
Rotunda Building
Phiroze Jee, Jeebhoy Towers
Dalal Street, Mumbai – 400 001

Subject: Submission of Consolidated Report of the Scrutinizer along with voting results on Resolution passed at the 105th Annual General Meeting of the Members of the Company held on 28th September, 2023 through Video Conferencing / Other Audio Visual Means

Dear Sir,

We wish to inform you that the 105th Annual General Meeting (AGM) of the Members of Simplex Infrastructures Limited was held through Video Conferencing / Other Audio Visual Means. We are forwarding here with Consolidated Report of the Scrutinizer along with voting results on the Resolutions passed at the 105th AGM in compliance with provisions of section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015.

This is for your information and record.

Thanking You.

For Simplex Infrastructures Limited

B. L. Bajoria
Sr. Vice President & Company Secretary

BRANCHES : "HEMKUNTH" 4TH FLOOR, 89, NEHRU PLACE, NEW DELHI-110 019 ☎ : (011) 4944-4200, FAX : (011) 2646-5869

● HEAVITREE COMPLEX, 1ST FLOOR, UNIT-C, NEW DOOR NO. 47, SPURTANK ROAD, CHETPET, CHENNAI-600 031 ☎ : (044) 4287-6129

A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

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CONSOLIDATED SCRUTINIZER'S REPORT

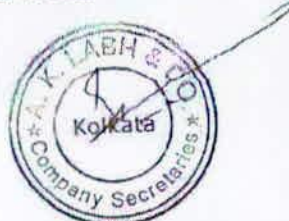
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

**The Chairman
of the 105th Annual General Meeting of
Simplex Infrastructures Limited
"Simplex House"
27, Shakespeare Sarani
Kolkata - 700 017**

Dear Sir,

I, Atul Kumar Labh, Practising Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the 105th Annual General Meeting ("AGM") of the members of "*Simplex Infrastructures Limited*" ("*Company*") held on Thursday, the 28th day of September, 2023 at 03:00 P.M. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in terms of MCA Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 02/2021 dated 13th January, 2021, 19/2021 dated 8th December, 2021, 21/2021 dated 14th December, 2021, 02/2022 dated 5th May, 2022 and 10/2022 dated 28th December, 2022 (collectively referred as "MCA Circulars") for the purpose of scrutinizing the electronic voting ("e-voting") process through remote e-voting and e-voting at the AGM in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and the Rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the Notice of the AGM dated the 30th day of May, 2023. My responsibility as a scrutinizer for remote e-voting and e-voting at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of National Securities Depository Limited ("NSDL"), the agency engaged by the Company to provide the facilities for both remote e-voting and e-voting at the AGM.



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I submit my report as under:

1. The remote e-voting period remained open from 09:00 A.M. IST on Sunday, the 24th day of September, 2023 up to 5:00 P.M. IST on Wednesday, the 27th day of September, 2023.
2. The shareholders holding shares as on the "cut off" date, i.e. the 21st day of September, 2023 were entitled to vote on the proposed 4 (Four) resolutions as mentioned in the Notice of the AGM dated the 30th day of May, 2023.
3. The Company had also provided e-voting facility at the AGM to enable the shareholders attending the AGM through VC / OAVM to cast the votes in case the same had not been cast by them through remote e-voting.
4. The votes were unblocked on Thursday, the 28th day of September, 2023 around 03:45 P.M. IST after the completion of the AGM in the presence of two witnesses, namely, Mr. Rohit Kumar, residing at Basundhara Apartment, Flat No. 6, 3rd Floor, 1 No. Airport, North 24 Parganas, Kolkata - 700079 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata - 700060, who are not in employment of the Company.
5. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
6. The combined result of the remote e-voting and e-voting at the AGM [EVEN : 125919] are as under:



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<A> ORDINARY BUSINESS:

a) Resolution 1

Adoption of Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2023 and the Reports of the Board of Directors and Auditors thereon

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	111	31254514	
E-voting at AGM	0	0	
Total	111	31254514	99.9973%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	12	846	
E-voting at AGM	0	0	
Total	12	846	0.0027%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



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b) Resolution 2

Appointment of Mr. Sukumar Dutta (DIN: 00062827), who retires by rotation and being eligible, offers himself for re-appointment

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	108	31252702	
E-voting at AGM	0	0	
Total	108	31252702	99.9931%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	14	2158	
E-voting at AGM	0	0	
Total	14	2158	0.0069%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



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 SPECIAL BUSINESS:

c) Resolution 3 : Ordinary Resolution

Ratification of remuneration of M/s. Mukesh Kumar & Associates, Cost Accountants (Firm Registration No. 00140), Cost Auditors of the Company, for the Financial Year 2023-24

(i) *Voted In favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	108	31253063	
E-voting at AGM	0	0	
Total	108	31253063	99.9927%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	15	2297	
E-voting at AGM	0	0	
Total	15	2297	0.0073%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



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d) Resolution 4 : Special Resolution

Re-appointment of Mr. Sukumar Dutta (DIN: 00062827), as a Whole-time Director of the Company for a period of 1 year w.e.f. from 1st September, 2023

(i) *Voted In favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	107	31252717	
E-voting at AGM	0	0	
Total	107	31252717	99.9931%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	15	2143	
E-voting at AGM	0	0	
Total	15	2143	0.0069%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



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7. All the resolutions proposed hereinabove have been passed with requisite majority.
8. The electronic data and e-voting registers shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly
For A. K. LABH & Co.
Company Secretaries



(CS A. K. LABH)
Practising Company Secretary
FCS : 4848 / CP No. - 3238
UIN : S1999WB026800
PRCN : 1038/2020
UDIN : F004848E001116915

Place : Kolkata
Dated : 28-09-2023



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Witness:

1. *Rohit Kumar*

(Rohit Kumar)

Basundhara Apartment, Flat No. 6, 3rd Floor

1 No. Airport, North 24 Parganas

Kolkata - 700079

2.

Anushree Dasgupta

(Anushree Dasgupta)

28/N, Dwijen Mukherjee Road, Behala

Kolkata - 700060



Received the Report of the Scrutinizer
For Simplex Infrastructures Limited

B. L. Bajoria

(B. L. Bajoria)

Sr. Vice President &

Company Secretary

Memb. No. - FCS 3020





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CIN No. L45209 WB 1924 PLC 004969

105th Annual General Meeting of the Company held on Thursday, 28th September, 2023

Declaration of Results of remote E-Voting & E-Voting at AGM

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Amendment Rules, 2015, the results as per Scrutinizer's report dated 28th September, 2023 is as follows:

Resolution No.	Resolution proposed	Type of Resolution Ordinary / Special	Votes For and %*	Votes Against and %*	Invalid Votes	Resolution Carried Unanimously / by majority
Ordinary Business:						
1.	Adoption of Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2023 and the Reports of the Board of Directors and Auditors thereon.	Ordinary	31254514 99.9973%	846 0.0027 %	0	Requisite Majority
2.	Appointment a Director in place of Mr. Sukumar Dutta (DIN: 00062827), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	31252702 99.9931%	2158 0.0069 %	0	Requisite Majority
Special Business:						
3.	Ratification of remuneration of M/s. Mukesh Kumar & Associates, Cost Accountants (Firm Registration No. 00140), Cost Auditors of the Company, for the Financial Year 2023-24	Ordinary	31253063 99.9927 %	2297 0.0073%	0	Requisite Majority
4.	Re-appointment of Mr. Sukumar Dutta (DIN: 00062827), as a Whole-time Director of the Company for a period of 1 year w.e.f. 1 st September 2023	Special	31252717 99.9931 %	2143 0.0069 %	0	Requisite Majority

Based on the Report of the Scrutinizer, all the Resolutions, as set out in the Notice of the 105th Annual General Meeting have been passed by the Shareholders.

For SIMPLEX INFRASTRUCTURES LIMITED


B.L. BAJORIA

SR.VICE PRESIDENT & COMPANY SECRETARY

Date: 29.09.2022
Place: Kolkata

BRANCHES : "HEMKUNTH" 4TH FLOOR, 89, NEHRU PLACE, NEW DELHI-110 019 ☎ : (011) 4944-4200, FAX : (011) 2646-5869

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