



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/ 94755

Date: 29<sup>th</sup> September, 2022

The Secretary  
National Stock Exchange of India Limited  
5<sup>th</sup> 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  
1<sup>st</sup> Floor, New Trade Ring  
Rotunda Building  
Phiroze JeeJeebhoy Towers  
Dalal Street, Mumbai – 400 001

Subject: Submission of Consolidated Report of the Scrutinizer along with voting results on Resolution passed at the 104<sup>th</sup> Annual General Meeting of the Members of the Company held on 28<sup>th</sup> September, 2022 through Video Conferencing / Other Audio Visual Means

Dear Sir,

We wish to inform you that the 104<sup>th</sup> 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 104<sup>th</sup> 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



## A. K. LABH

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



## A. K. LABH & Co.

*Company Secretaries*

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☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : [aklabh@aklabh.com](mailto:aklabh@aklabh.com) / [aklabhcs@gmail.com](mailto:aklabhcs@gmail.com)

Website : [www.aklabh.com](http://www.aklabh.com)

### **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 104<sup>th</sup> 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 104<sup>th</sup> Annual General Meeting ("AGM") of the members of "*Simplex Infrastructures Limited*" ("*Company*") held on Wednesday, the 28<sup>th</sup> day of September, 2022 at 03:00 P.M. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in terms of MCA Circular Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 5<sup>th</sup> May, 2020, 02/2021 dated 13<sup>th</sup> January, 2021, 19/2021 dated 8<sup>th</sup> December, 2021, 21/2021 dated 14<sup>th</sup> December, 2021 and 02/2022 dated 5<sup>th</sup> May, 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 30<sup>th</sup> day of May, 2022. 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 Saturday, the 24<sup>th</sup> day of September, 2022 up to 5:00 P.M. IST on Tuesday, the 27<sup>th</sup> day of September, 2022.
2. The shareholders holding shares as on the "cut off" date, i.e. the 21<sup>st</sup> day of September, 2022 were entitled to vote on the proposed 4 (Four) resolutions as mentioned in the Notice of the AGM dated the 30<sup>th</sup> day of May, 2022.
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 Wednesday, the 28<sup>th</sup> day of September, 2022 around 04:05 P.M. IST after the completion of the AGM in the presence of two witnesses, namely, Mr. Narayan Chandra Saha, residing at 108, Sarat Chatterjee Road, Howrah – 711102 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 : 121785] 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, 2022 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	127	35549978	
E-voting at AGM	0	0	
<b>Total</b>	<b>127</b>	<b>35549978</b>	<b>99.98%</b>

(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	8660	
E-voting at AGM	0	0	
<b>Total</b>	<b>12</b>	<b>8660</b>	<b>0.02%</b>

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	10





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## b) Resolution 2

*Appointment of Mr. D. N. Basu (DIN: 00981990), 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	125	35547958	
E-voting at AGM	0	0	
<b>Total</b>	<b>125</b>	<b>35547958</b>	<b>99.97%</b>

(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	10680	
E-voting at AGM	0	0	
<b>Total</b>	<b>14</b>	<b>10680</b>	<b>0.03%</b>

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	10



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## <B> 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 2022-23*

(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	125	35548758	
E-voting at AGM	0	0	
<b>Total</b>	<b>125</b>	<b>35548758</b>	<b>99.97%</b>

(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	9880	
E-voting at AGM	0	0	
<b>Total</b>	<b>14</b>	<b>9880</b>	<b>0.03%</b>

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	10





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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, 2022*

(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	124	35548448	
E-voting at AGM	0	0	
<b>Total</b>	<b>124</b>	<b>35548448</b>	<b>99.97%</b>

(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	9690	
E-voting at AGM	0	0	
<b>Total</b>	<b>14</b>	<b>9690</b>	<b>0.03%</b>

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	10





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 : F004848D001078646

Place : Kolkata

Dated : 29.09.2022





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*Witness:*

1. 


(Narayan Chandra Saha)  
108, Sarat Chatterjee Road  
Howrah - 711102

2. 

(Anushree Dasgupta)  
28/N, Dwijen Mukherjee Road, Behala  
Kolkata - 700060



Received the Report of the Scrutinizer  
For Simplex Infrastructures Limited



(B. L. Bajoria)  
Sr. Vice President &  
Company Secretary  
Memb. No. - FCS 3020





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CIN No. L45209 WB 1924 PLC 004969

## 104<sup>th</sup> Annual General Meeting of the Company held on Wednesday, 28<sup>th</sup> September, 2022

### 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 29<sup>th</sup> September, 2022 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
<b>Ordinary Business:</b>						
1.	To consider and adopt the Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2022 and the Reports of the Board of Directors and Auditors thereon.	Ordinary	35549978 99.98%	8660 0.02 %	10	Requisite Majority
2.	Appointment of Mr. D.N.Basu (DIN 00981990), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	35547958 99.97%	10680 0.03 %	10	Requisite Majority
<b>Special Business:</b>						
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 2022-23.	Ordinary	35548758 99.97 %	9880 0.03%	10	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. from 1 <sup>st</sup> September 2022	Special	35548448 99.97 %	9690 0.03 %	10	Requisite Majority

Based on the Report of the Scrutinizer, all the Resolutions, as set out in the Notice of the 104<sup>th</sup> 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

ADM. OFFICE : 12/1, NELLIE SENGUPTA SARANI, KOLKATA-700 087 ☎ : 2252-7596 / 8371 / 8373 / 8374 / 9372, FAX : (033) 2252-7595  
BRANCHES : TRADE WORLD, "C" WING, C.S. NO. 448, 3RD FLOOR, LOWER PAREL DIVISION, SENAPATI BAPAT MARG, LOWER PAREL, MUMBAI-400 013  
☎ : (022) 4348-1900 • "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