



DUCON INFRA TECHNOLOGIES LIMITED

Regd. Office: Ducon House, Plot No. A/4, Road No.1, MIDC,
Wagle Industrial Estate, Thane (W) – 400 604. India
Tel. : 91-22-41122114, Fax 022 41122115 URL : www.duconinfra.co.in
Email: info@duconinfra.co.in, CIN No: L72900MH2009PLC191412

Date- 3rd October, 2023

To

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001 Script Code – 534674	National Stock Exchange of India Limited Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051 Symbol – DUCON
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Sub: Scrutinizer's Report and Voting Results of the 14th Annual General Meeting (AGM) of Ducon Infratechnologies Limited

Dear Sir/Madam,

We are attaching herewith Scrutinizer's Report and voting results of Remote E-voting and E-voting at 14th Annual General Meeting (AGM) of the Company held on Saturday, 30th September, 2023 at 5.30 p.m. (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and MCA Circulars.

Based on the consolidated report of the Scrutinizer, all Ordinary Resolutions and Special Resolutions set out in the Notice of the 14th AGM have been duly approved by the Members with requisite majority.

Kindly take the same on records.

Thanking You,

Yours Faithfully,

For Ducon Infratechnologies Limited

Darshit Parikh
Company Secretary

Encl.: Copy as above

SCRUTINEERS' REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xi) and other applicable provisions of the Companies(Management and Administration) Rules, 2014]

Date- 3rd October, 2023

The Chairman of 14th Annual General Meeting of
Ducon Infratechnologies Limited
Ducan House, Plot No. A/4,
Road No. 1, MIDC,
Wagle Industrial Estate,
Thane - 400604

Dear Sir,

Report of the Scrutinizer on the combined result of Remote E-voting and E-Voting at the Annual General Meeting (E-voting at AGM) on the Ordinary Resolutions and Special Resolutions proposed at the 14th Annual General Meeting of the Company held on Saturday, 30th September, 2023 at 5.30p.m. through Video Conference ("VC")/Other Audio Visual Means ("OAVM").

I, Shruti H. Shah, Practising Company Secretary was appointed as the Scrutinizer under Sub Rule 3(ix) of the Rule 20 of the Companies (Management and Administration) Rules, 2014 (the Rules) by Ducon Infratechnologies Limited (the Company) at the Board of Directors Meeting held on 28th August, 2023 for conducting E-voting at the 14th Annual General Meeting (AGM) of the Company held on Saturday, 30th September, 2023 pursuant to Section 108 of the Companies Act, 2013 (the Act) and regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 in respect of the Ordinary Resolutions and Special Resolutions contained in the Notice of the AGM dated 28th August, 2023.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the Ordinary Resolutions and Special Resolutions contained in the Notice of the AGM of the members of the Company. My responsibility as a Scrutinizer for the Remote E-voting and E-voting at AGM is restricted to make a Scrutinizer's Report on the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL). The authorized agency to provide e-voting facilities, engaged by the Company. NSDL had accordingly set up e-Voting facility on their website, www.evoting.nsdl.com

The Company had uploaded all the items of the business to be transacted on the website of the Company and also with NSDL to facilitate their shareholders to cast their vote through E-Voting.

The cut-off date for the purposes of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders was 23rd September, 2023. As prescribed in the Rules, the e-Voting facility was kept open from Wednesday, 27th September, 2023 (09.00 a.m. IST) to Friday, 29th September, 2023 (05.00 p.m. IST).

As prescribed in Sub Rule 3(v) of the Rule 20 of the Rules, the Company had also released an advertisement, which was published in Financial Express newspaper in English language and in Mumbai Pratahkaal newspaper in Marathi language dated 7th September, 2023. The notice published in the newspapers carried the required information as specified in Sub Rule 3(v) (a) to (g) of Rule 20 of the Rules.

At the end of the voting period on 29th September, 2023, the voting portal of the NSDL was blocked forthwith. The facility for e-voting at the AGM was provided at the 14th AGM on Wednesday, 27th September, 2023 for those Members who attended the AGM through Video Conference facility but had not voted through remote e-voting facility. Thereafter, the electronic votes cast through remote e-voting and e-voting at AGM were unblocked at 6.50 p.m. (IST)

Then, the details containing, inter alia, list of equity shareholders who voted through Remote E-voting and by E- voting at the AGM, "for" and "against" each of the Ordinary Resolutions and Special Resolutions that were put to vote, were generated from the E- voting website of NSDL.

The register to record the assent or dissent received has been maintained electronically. There were no shares with differential voting rights in the Company. Hence, there is no requirement of maintaining the list of shares with differential voting rights.

As a Scrutinizer, the combined report of the total votes cast in favour of or against all the resolutions proposed in the Notice of AGM through the Remote E-Voting and E-voting at AGM is as follows:-

Resolution No. 1:

Details of Agenda: To consider and adopt the audited Standalone and Consolidated Financial statements of the Company for the Financial year ended 31st March, 2023, and the reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)

Particulars	Remote E-voting		E-voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	93	168576857	-	-	93	168576857	99.997
Dissent	8	4128	-	-	8	4128	0.003
Total	101	168580985	-	-	101	168580985	100.000

Result: Resolution passed with majority.

Resolution No. 2:

Details of Agenda: To appoint a Director in place of Mr. Chandrasekhar Ganesan (Din: 07144708), who retires from the office of director by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)

Particulars	Remote E-voting		E-voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	90	168575614	-	-	90	168575614	99.996
Dissent	11	5371	-	-	11	5371	0.004
Total	101	168580985	-	-	101	168580985	100.000

Result: Resolution passed with majority.

Resolution No. 3:

Details of the Agenda: Appointment of Ms. Apeksha Agiwal (DIN: 10083559) as an Independent Director of the Company. (Special Resolution)

Particulars	Remote E-voting		E-voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	91	168576818	-	-	91	168576818	99.997
Dissent	10	4167	-	-	10	4167	0.03
Total	101	168580985	-	-	101	168580985	100.000

Result: Resolution passed with majority.

Resolution No. 4:

Details of the Agenda: Approval for waiver of Recovery of excess Managerial Remuneration paid to Mr. Harish Shetty (DIN-07144684), Executive Whole Time Director and Chief Financial Officer of the Company for Financial Year ended on 31stMarch, 2022 and 31stMarch, 2023. (Special Resolution)

Particulars	Remote E-voting		E-voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	85	168573304	-	-	85	168573304	99.995
Dissent	15	7571	-	-	15	7571	0.005
Total	100	168580875	-	-	100	168580875	100.000

Result: Resolution passed with requisite majority.

Resolution No. 5:

Details of the Agenda: Approval for waiver of Recovery of excess Managerial Remuneration paid to Mr. Chandrasekhar Ganesan (DIN-07144708), Executive Whole Time Director of the Company for Financial Year ended on 31stMarch, 2022 and 31stMarch, 2023. (Special Resolution)

Particulars	Remote E-voting		E-voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	85	168573304	-	-	85	168573304	99.995
Dissent	15	7571	-	-	15	7571	0.005
Total	100	168580875	-	-	100	168580875	100.000

Result: Resolution passed with requisite majority.

Resolution No. 6:

Details of the Agenda: Approval for revision of Remuneration of Mr. Harish Shetty (DIN: 07144684), Executive Whole Time Director and Chief Financial Officer of the Company. (Special Resolution)

Particulars	Remote E-voting		E-voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	87	168574914	-	-	87	168574914	99.996
Dissent	13	5851	-	-	13	5851	0.004
Total	100	168580765	-	-	100	168580765	100.000

Result: Resolution passed with requisite majority.

You may accordingly declare the result of the poll.

I hereby confirm that I am maintaining register electronically in respect of votes cast through e-voting by the shareholders of the Company. I shall be arranging to handover the records to Company Secretary in due course of time as prescribed in the said rule.

Thanking you,

Yours Faithfully,

(Scrutinizer)
Shruti H. Shah
Practicing Company Secretary
C.P. No - 8197
Membership No - 8852
UDIN No. F008852E001159067

Place: Mumbai

For Ducon Infratechnologies Limited

Arun Govil
Managing Director & Chairman of the meeting
DIN-01914619