

Ref: SIPL/2022-23/0094

22nd March, 2023

To

The Manager (Listing)
Corporate Relationship Dept.
BSE Limited
P J Tower,
Dalal Street,
Mumbai - 400 001

The Manager (Listing)
National Stock Exchange of India Limited
"Exchange Plaza",
Plot No C/1, G Block
BandraKurla Complex, Bandra (E)
Mumbai - 400 051

Company Code: 539346 (BSE)

NSE Symbol: SADBHIN (NSE)

Dear Sir/ Madam,

Sub: Disclosure of Voting Results of Postal Ballot under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We are pleased to inform that Members of the Company have passed necessary resolutions as set out in the Postal Ballot Notice dated 14th February, 2023. The details of Voting Results of Postal Ballot (including voting by electronic means) are enclosed herewith in format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizer's Report given by M/s. Ravi Kapoor & Associates, Practicing Company Secretaries, Ahmedabad.

You are requested to take the same on record.

Thanking You,

Yours Faithfully,

For Sadbhav Infrastructure Project Limited

Shashin V Patel
Chairman
DIN-00048328
Encl: a. a



Sadbhav Infrastructure Project Limited

Regd Office: "Sadbhav House", Opp. Law Garden Police Chowki, Ellisbridge, Ahmedabad – 380006

T : +91 79 26463384 F : +91 79 26400210 E : investor@sadbhavinfra.co.in Web: www.sadbhavinfra.co.in CIN: L45202GJ2007PLC049808

Details of Voting Results – Postal Ballot

Sr. No.	Particulars	Details
1	Date of Postal Ballot Notice	14 th February, 2023
2	Voting Period	Start Date and time: Monday, 20 th February, 2022 at 9.00 a.m. End Date and time: Tuesday, 21 st March, 2023 at 5.00 p.m.
3	Date of AGM/ EGM	Not Applicable (Resolutions passed through Postal Ballot on 21 st March, 2023 i.e. last date of remote e-voting)
4	Total number of shareholders on record date: (As on cut off date i.e. 10 th February, 2023)	45335
5	No. of Shareholders present in the meeting either in person or through proxy: i. In person Promoters and Promoter Group Public ii. Through Proxy Promoters and Promoter Group Public	Not Applicable (Resolutions passed through Postal Ballot)
6	No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group Public	Not Applicable (Resolutions passed through Postal Ballot)



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Sadbhav Infrastructure Project Limited

Resolution No. 1 : SALE OF EQUITY SHARE CAPITAL OF SUBSIDIARY COMPANIES								
Resolution Required : (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting		24,77,48,736	100.00	24,77,48,736	0	100.00	0.00
	Poll	24,77,48,736	0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00
	Total	24,77,48,736	24,77,48,736	100.00	24,77,48,736	0	100.00	0.00
Public Institutions	E-Voting		32,96,391	93.60	32,96,391	-	100.00	0.00
	Poll	35,21,629	0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00
	Total	35,21,629	32,96,391	93.60	32,96,391	-	100.00	0.00
Public Non Institutions	E-Voting		2,03,81,427	20.19	2,02,61,968	119459	99.41	0.59
	Poll	10,09,54,851	-	0.00	-	0	0.00	0.00
	Postal Ballot (If applicable)		0	0.00	-	0	0.00	0.00
	Total	10,09,54,851	2,03,81,427	20.19	2,02,61,968	119459	99.41	0.59
Total		35,22,25,216	27,14,26,554	77.06	27,13,07,095	1,19,459	99.96	0.04

Note:
1. Details of Invalid Votes:

Category	No. of Folio	No. of Votes
Promoter and Promoter Group	0	0
Public Institutions	0	0
Public Non Institutions	0	0



**Ravi Kapoor
&
Associates**

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Company Secretaries
Trade Mark Agent
Insolvency Resolution Professional

March 22, 2023

To,
The Chairman
SADBHAV INFRASTRUCTURE PROJECT LIMITED
Sadbhav House, Opp. Law Garden Police Chowki,
Ellisbridge, Ahmedabad – 380 006.

Respected Sir,

Sub.: Scrutinizer Report

The Board of Directors of Sadbhav Infrastructure Project Limited (hereinafter referred to as "Company"), at its meeting held on February 14, 2023 appointed the undersigned as Scrutinizer to ensure that the process of Postal Ballot as prescribed under Section 110 of the Companies Act, 2013 (hereinafter referred to as "Act") read with the Companies (Management and Administration) Rules, 2014 (hereinafter referred to as "Rules") is complied with.

In terms of section 110 of the Act and in terms of the circulars issued by the Ministry of Corporate Affairs, Government of India (the "MCA") vide its General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020 and 39/2020 dated 31st December, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 (the "MCA Circulars"), requiring social distancing, companies are advised to take all the decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot/e-voting in accordance with the provisions of the Act and rules made thereunder, without holding a general meeting.

The MCA has further clarified vide its circular no. 11/2022 dated December 28, 2022 that for companies that are required to provide e-voting facility under the Act, while they are transacting any business(es) only by postal ballot up to September 30, 2023, the requirements provided in Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules") as well as the framework provided in the MCA Circulars is applicable mutatis mutandis.

The Company has accordingly sent Postal Ballot Notice by email to all its shareholders for passing of 1 Special Resolution for the special businesses as mentioned in the notice of postal ballot dated February 14, 2023 who have registered their email addresses with the Company or depository / depository participants/Registrar and Share Transfer Agent (RTA) and the communication of assent / dissent of the members are taken place through the remote e-voting system or casting vote by sending scan copy of dully filled and signed postal ballot form on e-

Ravi Kapoor

Ravi Kapoor & Associates
Ahmedabad
COP-2407
Company Secretaries

**Ravi Kapoor
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mail to scrutiniser. This Postal Ballot is accordingly being initiated by the Company in compliance with the MCA Circulars.

In compliance with the requirements of the MCA Circulars thus hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not sent to the shareholders for this Postal Ballot and shareholders were requested to communicate their assent or dissent through the remote e-voting system only.

The Company has availed E-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by members of the Company and as permissible under the Act, notice to the shareholders were sent through e-mail whose e-mail id were registered with the Company/Depository Participant/Registrar and Transfer Agent. The Company has also provided an option for remote e-voting to those shareholders, who held shares in Physical form. The remote e-voting portal remained open for voting from Monday, February 20, 2023 at 9:00 Hours IST and ends on Tuesday, March 21, 2023 at 17:00 Hours IST both days inclusive. The shareholders of the Company holding shares either in physical form or dematerialized form, as on the cut-off date i.e. Friday, February 10, 2023 were entitled to vote on the resolutions (item no. 1 as set out in notice of postal ballot dated February 14, 2023).

A public notice in newspaper informing the members about dispatch of notice and commencement of postal ballot was published on Saturday, February 18, 2023. Members have been informed that those shareholders who were members of the Company as on cut-off date, i.e. Friday, February 10, 2023, and who have not, received notice of postal ballot can request for a duplicate copy of postal ballot notice, if so required, and the postal ballot notice can be downloaded from the website of the Company or website of CDSL.

The Shareholders were required to cast their vote online through remote e-voting on or before Tuesday, March 21, 2023 at 17:00 Hours IST on the basis of User-id and password provided to them by CDSL.

Remote e-voting register was kept bearing particulars of names, address, folio nos. of shares along with assent, dissent, abstained as well as less voting was recorded herein. Summary of the remote e-voting with their pattern of voting is as per **Annexure-A**.

As per Section 110(2) of the Companies Act, 2013 read with Secretarial Standards on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, if a resolution is assented to by a requisite majority of the shareholders by means of Postal Ballot, it shall be deemed to have been duly passed on the last date specified for remote e-voting, i.e. Tuesday, March 21, 2023 at 17:00 Hours IST.

Ravi Kapoor



**Ravi Kapoor
&
Associates**

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The term "requisite majority" which refers to the context of ordinary resolution and special resolution as defined under section 114 of the Act, means:

- a) Intention to propose the resolution as ordinary / special resolution duly specified in the notice as the case may be
- b) Notice required under the Act was duly given
- c) The votes cast in favour of the resolution is more than the votes cast against in case of ordinary resolution and in case of special resolution the votes cast in favour is three times more than the votes cast against.

As the conditions prescribed under section 114 of the Act are complied with, all the resolutions are considered to have been approved by the shareholders.

You are requested to take note of the above and oblige. We are enclosing report generated from the website of CDSL, with regard to electronic voting for your records.

Thanking you

Yours truly,

**For, Ravi Kapoor & Associates
Company Secretaries**

**(Ravi Kapoor)
Proprietor
Scrutinizer
FCS - 2587
COP- 2407
UDIN- F002587D003305975**



Countersigned by

**Mr. Shashin V. Patel
Chairman
Sadbhav Infrastructure Project Limited**

**Ravi Kapoor
&
Associates**

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Annexure-A

Voting Pattern of Electronic Vote

Particulars	No. of Shareholders Voted in favour	No. of shares in favour	% of shares in favour	No. of Shareholders voted against	No. of shares against	% of shares against	No. of Shareholders Votes abstained	No. of Shares abstained	No. of Shareholders - Invalid Votes	No. of Shares - Invalid Votes
Resolution No. 1 (Special Resolution) Sale of Equity Share Capital of Subsidiary Companies	115	271307095	99.96	24	119459	0.04	NIL	NIL	NIL	NIL

For, Ravi Kapoor & Associates
Company Secretaries



(Ravi Kapoor)
Proprietor
Scrutinizer
FCS - 2587
COP- 2407
UDIN- F002587D003305975



Countersigned by

Mr. Shashin V. Patel
Chairman
Sadbhav Infrastructure Project Limited