



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/ 94847

Date: 10<sup>th</sup> February, 2023

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 Report of the Scrutinizer along with voting results on Resolution passed through Postal Ballot

Dear Sir,

We are forwarding here with Report of the Scrutinizer along with voting results on the Resolutions passed through Postal ballot in compliance with provisions of section 110 of the Companies Act, 2013 and Rule 22 and 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*

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

☎ (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)

## SCRUTINIZER'S REPORT

To  
The Board of Directors  
Simplex Infrastructures Limited  
"Simplex House"  
27, Shakespeare Sarani  
Kolkata - 700 017

*Dear Sir,*

- (1) We have been appointed as Scrutinizer by the Company in connection with Postal Ballot conducted in terms of MCA Circular No. 14/2020 dated 8th April, 2020, MCA Circular No. 17/2020 dated 13th April, 2020, MCA Circular No. 22/2020 dated 15th June, 2020, MCA Circular No. 33/2020 dated 28th September, 2020, MCA Circular No. 39/2020 dated 31st December, 2020, MCA Circular No. 10/2021 dated 23rd June, 2021, MCA Circular No. 20/2021 dated 8th December, 2021, MCA Circular No. 3/2022 dated 5th May, 2022 and MCA Circular No. 11/2022 dated 28th December, 2022 (collectively referred as "MCA Circulars") for the purpose of scrutinizing the electronic voting process through remote e-voting ("e-voting") in a fair and transparent manner in terms of the resolution of the Board of Directors of the Company dated 31st December, 2022.
- (2) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and Rules relating to e-voting on the resolutions contained in the Notice of Postal Ballot dated 31st December, 2022. Our responsibility as a scrutinizer for the voting process through e-voting 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 e-voting facility.
- (3) We submit our report as under:
  - (a) The Company has completed dispatch of the Notice of Postal Ballot through electronic mode on 6th January, 2023 to its Members, whose name(s) appeared on the Register of Members / list of beneficiaries as on the close of business hours on 30th December, 2022.
  - (b) Members were provided the opportunity to cast their vote(s) through electronic voting system in terms of the platform as provided by NSDL e-voting system ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)).
  - (c) The e-voting period remained open from 09:00 A.M. IST on Tuesday, 10th January, 2023 up to 5:00 P.M. IST on Wednesday, 8th February, 2023.



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- (d) The shareholders holding shares as on the "cut off" date, i.e. Friday, 30th December, 2022 were entitled to vote on the proposed resolutions as mentioned in the Notice of Postal Ballot dated 31st December, 2022.
- (e) The result of the e-voting was downloaded after 5:00 p.m. on Wednesday, 8th February, 2023 from NSDL website providing the platform for e-voting system ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)) and were unblocked 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, and has been included in our report.
- (f) The summary of the votes casted through e-voting (EVEN:123175) is as follows :-

## SPECIAL BUSINESS:

### a) Resolution 1 : Special Resolution

*Appointment of Dr. Dinabandhu Mukhopadhyay (DIN: 09778769) as Director of the Company*

(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	136	35548130	99.9943%

(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	17	2022	0.0057%



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(iii) *Invalid Votes:*

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

## b) Resolution 2 : Ordinary Resolution

To approve requests received from Mr. Bithal Das Mundhra, Mrs. Yamuna Mundhra, Mrs. Savita Bagri, Mr. Amitabh Das Mundhra, Mrs. Savita Devi Mundhra and Mrs. Anuja Mundhra, persons belonging to Promoters/ Promoter Group for re-classification from "Promoters / Promoter Group" category to "Public" category

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

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	121	2029046	28.6598%

(ii) *Voted against the Resolution:*

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	17	5050707	71.3402%

(iii) *Invalid Votes:*

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

- The proposed resolutions, *except Resolution No. 2*, have therefore been passed with requisite majority by the Shareholders of the Company.
- You may accordingly declare the result of Postal Ballot through e-voting.



## A. K. LABH

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6. The electronic data and e-voting registers shall remain in our safe custody until the Chairman considers, approves and signs the minutes of Postal Ballot through e-voting.

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 : F004848D003130135

Place : Kolkata

Dated : 09-02-2023



# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
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*Witness:*

1. 

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

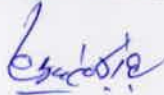
2. 

(Amushree 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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## Declaration of Results of Postal Ballot

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 and 20 of the Companies (Management & Administration) Amendment Rules, 2015, the results as per Scrutinizer's report dated 09<sup>th</sup> February, 2023 is as follows:

Resolution No.	Resolution proposed	Type of Resolution Ordinary / Special	Votes For and %*	Votes Against and %*	Invalid Votes
<b>Special Business:</b>					
1.	Appointment of Dr. Dinabandhu Mukhopadhyay (DIN-09778769) as Director of the Company	Special	35548130 99.9943%	2022 0.0057 %	0
2.	To approve requests received from Mr. Bithal Das Mundhra, Mrs. Yamuna Mundhra, Mrs. Savita Bagri, Mr. Amitabh Das Mundhra, Mrs. Savita Devi Mundhra and Mrs. Anuja Mundhra, persons belonging to Promoters/ Promoter Group for re-classification from "Promoters / Promoter Group" category to "Public" category.	Ordinary	2029046 28.6598%	5050707 71.3402 %	0

Based on the Report of the Scrutinizer, except Resolution No.2, as set out in the Notice of the Postal Ballot dated 31<sup>st</sup> December, 2022 have been passed by the shareholders with requisite majority.

For SIMPLEX INFRASTRUCTURES LIMITED

**B.L. BAJORIA**  
SR. VICE PRESIDENT & COMPANY SECRETARY

Date: 09.02.2023  
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