

Dated: 29th September, 2022

To,

The Chairman

Veer Global Infraconstruction Limited

A-01 Shalibhadra Classic, 100 Feet Link Road,

Near Union Bank of India, Nalasopara (East),

Thane – 401209, Maharashtra

COMBINED SCRUTINIZER'S REPORT

Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (LODR) Regulations, 2015

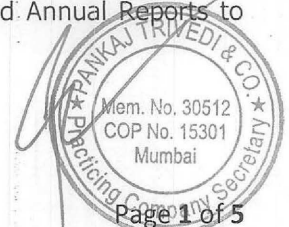
Dear Sir,

I, Pankaj Trivedi, Company Secretary in Practice (COP. 15301), Proprietor of M/s. Pankaj Trivedi & Co., have been appointed as the scrutinizer of M/s. Veer Global Infraconstruction Limited ("the Company") in their Board meeting held on 30th July, 2022 for the remote e-voting as well as the e-voting by Members during the 11th Annual General Meeting ("AGM") scheduled and held on Thursday, 29th September, 2022 at 11.00a.m. held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), where following items were transacted:

| Item No. | Type of Resolution | Particulars |
|-----------------|---------------------------|---|
| 1 | Ordinary Resolution | To receive, consider and adopt the Balance Sheet as at 31 st March, 2022 and the Profit & Loss Account for the year ended on that date and the report of the Directors & Auditors thereon. |
| 2 | Ordinary Resolution | To appoint a Director in place of Sh. Abhishek Mukesh Jain (DIN:08732484) who retires by rotation and is eligible offers himself for Reappointment. |
| 3 | Ordinary Resolution | Confirmation of the Mrs Rakhee Jain (DIN:09612344) as an Independent Women Director. |
| 4 | Ordinary Resolution | To declare final dividend on equity shares at the rate 2% of Equity Share Capital for the financial year ended 31 March, 2022. |
| 5 | Ordinary Resolution | Re-appointment of Statutory Auditors. |

I submit report as under:

1. The Company held the 11th AGM on September 29th, 2022 through video conferencing scheduled at 11.00a.m. IST pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the General Circulars No. 20/2020 dated 5th May, 2020, read with circulars dated 8th April, 2020, 14th April, 2020, 13th January, 2021 and 5th May 2022, issued by the Ministry of Corporate Affairs (MCA) and in accordance with the circular dated 12th May, 2020 read with circulars dated 15th January 2021 and 13th May, 2022 issued by the Securities and Exchange Board of India (SEBI) commonly referred to as "**RELEVANT CIRCULARS**" issued in this connection both by MCA and SEBI, providing relaxation for the manner in which the AGM shall be held and conducted. The RELEVANT CIRCULARS provides for relaxation in the manner in which the AGM will be held including the manner of sending the Notices and Annual Reports to



the shareholders and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID -19 (CORONAVIRUS) pandemic.

2. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting at the AGM by the shareholders on the resolutions set out in the Notice of the 11th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer was to ensure that the e-voting process is conducted in a fair and transparent manner and submit Scrutinizer's Report to the Chairman on the above mentioned resolutions in connection with total votes cast in favour or against if any, based on the reports generated from the electronic voting system.
3. The Company has informed that on the basis of Register of members, it has completed dispatch of Notice of AGM and Annual Report on or before Wednesday, 7th September, 2022 by E-mail (who had registered their email ids). This is in compliance with the "RELEVANT CIRCULARS" as mentioned in point no.1 of this report.
4. The Company had published an advertisement about the dispatch Notice in The Free Press Journal (English Daily) and Navshakti (Marathi Daily), on 3rd September, 2022.
5. Voting rights were reckoned as on 22th September, 2022 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the AGM.
6. The voting facility for both for e-voting prior to AGM (remote e-voting) and electronic voting during the AGM (e-voting) was provided by Central Depository Limited (CDSL).
7. The remote e-voting platform was open from 9.00 a.m. on Monday, September 26, 2022 and closed at 5.00 p.m. on Wednesday, September 28, 2022. The members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by Central Depository Services (India) Limited.
8. The facility to vote through electronic voting system as stated in point 6 above had been provided to facilitate voting for those Members who were present during the Meeting through VC/OAVM and had not cast their votes through remote e-voting.
9. The Company has availed remote e-voting facility from Central Depository Services (India) Limited and platform for conducting 11th AGM through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") has been provided by M/s. Purva Sharegistry (India) Pvt Ltd ("RTA of the Company").
10. The details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com/>).
11. As per attendance report downloaded from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com/>) total 14 members were attended the 11th Annual General Meeting through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").
12. Based on report downloaded as mentioned from the website of CDSL. I observed that total 26 members have cast their votes in favour of agenda no. 1 to 5 through remote e-voting and no member had cast their votes at the AGM.
13. Consolidated Result with respect to the items on the agenda as set out in the Notice of the AGM is as under.



THE CONSOLIDATED RESULT:

Resolution No.1: To receive, consider and adopt the Balance Sheet as at 31st March, 2022 and the Profit & Loss Account for the year ended on that date and the report of the Directors and Auditors thereon. (Ordinary Resolution)

| Means of Voting | Number of members voted | No. of Total Votes | Number of Votes cast in "Favour" of resolution | % of total number of votes cast in Favour | Number of votes cast "Against" the resolution | % of total number of votes cast Against | Total number of votes declared invalid | % of total number of invalid votes |
|-----------------|-------------------------|--------------------|--|---|---|---|--|------------------------------------|
| Remote E-Voting | 26 | 47,10,689 | 47,10,689 | 100% | - | 0.00% | - | 0.00% |
| Voting at AGM | - | - | - | 100% | - | 0.00% | - | 0.00% |
| Total | 26 | 47,10,689 | 47,10,689 | 100% | - | 0.00% | - | 0.00% |

Resolution No.2: To appoint a Director in place of Sh. Abhishek Mukesh Jain (DIN:08732484) who retires by rotation and is eligible offers himself for Reappointment. (Ordinary Resolution)

| Means of Voting | Number of members voted | No. of Total Votes | Number of Votes cast in "Favour" of resolution | % of total number of votes cast in Favour | Number of votes cast "Against" the resolution | % of total number of votes cast Against | Total number of votes declared invalid | % of total number of invalid votes |
|-----------------|-------------------------|--------------------|--|---|---|---|--|------------------------------------|
| Remote E-Voting | 26 | 47,10,689 | 47,10,689 | 100% | - | 0.00% | - | 0.00% |
| Voting at AGM | - | - | - | 100% | - | 0.00% | - | 0.00% |
| Total | 26 | 47,10,689 | 47,10,689 | 100% | - | 0.00% | - | 0.00% |

Resolution No.3: Confirmation of the Mrs Rakhee Jain (DIN:09612344) as an Independent Women Director. (Ordinary Resolution)

| Means of Voting | Number of members voted | No. of Total Votes | Number of Votes cast in "Favour" of resolution | % of total number of votes cast in Favour | Number of votes cast "Against" the resolution | % of total number of votes cast Against | Total number of votes declared invalid | % of total number of invalid votes |
|-----------------|-------------------------|--------------------|--|---|---|---|--|------------------------------------|
| Remote E-Voting | 26 | 47,10,689 | 47,10,689 | 100% | - | 0.00% | - | 0.00% |
| Voting at AGM | - | - | - | 100% | - | 0.00% | - | 0.00% |
| Total | 26 | 47,10,689 | 47,10,689 | 100% | - | 0.00% | - | 0.00% |



Resolution No.4: To declare final dividend on equity shares at the rate 2% of Equity Share Capital for the financial year ended 31 March, 2022. (Ordinary Resolution)

| Means of Voting | Number of members voted | No. of Total Votes | Number of Votes cast in "Favour" of resolution | % of total number of votes cast in Favour | Number of votes cast "Against" the resolution | % of total number of votes cast Against | Total number of votes declared invalid | % of total number of invalid votes |
|-----------------|-------------------------|--------------------|--|---|---|---|--|------------------------------------|
| Remote E-Voting | 26 | 47,10,689 | 47,10,689 | 100% | - | 0.00% | - | 0.00% |
| Voting at AGM | - | - | - | 100% | - | 0.00% | - | 0.00% |
| Total | 26 | 47,10,689 | 47,10,689 | 100% | - | 0.00% | - | 0.00% |

Resolution No.5: Re-appointment of Statutory Auditors. (Ordinary Resolution)

| Means of Voting | Number of members voted | No. of Total Votes | Number of Votes cast in "Favour" of resolution | % of total number of votes cast in Favour | Number of votes cast "Against" the resolution | % of total number of votes cast Against | Total number of votes declared invalid | % of total number of invalid votes |
|-----------------|-------------------------|--------------------|--|---|---|---|--|------------------------------------|
| Remote E-Voting | 26 | 47,10,689 | 47,10,689 | 100% | - | 0.00% | - | 0.00% |
| Voting at AGM | - | - | - | 100% | - | 0.00% | - | 0.00% |
| Total | 26 | 47,10,689 | 47,10,689 | 100% | - | 0.00% | - | 0.00% |

Note:

- Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through Remote E-Voting and through electronic voting at the AGM.
- The votes are considered invalid on account of abstained from voting or voting for lesser number of shares than actually held as on the cut-off date.

All the Resolutions mentioned in the AGM Notice dated May 30th, 2022 as per the details above stand passed under Remote E-voting and voting conducted at AGM by way of electronic means with the requisite majority and hence deemed to be passed as on the date of the AGM.



I hereby confirm that I am maintaining the soft copy of the Registers received from the Service Provider (CDSL) in respect of the votes cast through Remote E-Voting and voting conducted at AGM by way of electronic means by the Members of the Company. All other relevant records relating to Remote E-voting and voting conducted at the AGM by way of Electronic means are under my safe custody and will be handed over to the Company Secretary for safe keeping, after the Chairman signs the Minutes.

Thanking You,
For Pankaj Trivedi & Co.,
UDIN: A030512D001062158
PRN: S2016MH374500

Pankaj Trivedi
Pankaj Trivedi
(Proprietor)
CP No. 15301 | Mem No. 30512
Place: Mumbai
Date: 29/09/2022



The following were the witnesses to the unblocking the votes cast through remote e-voting.

Deshna Jain

1. Ms. Deshna Jain

Drashti Panchal

2. Ms. Drashti Panchal

Received the report together with other data / records mentioned therein

Mr. Vijaybhai Bhanshali
(Managing Director)
DIN: 05122207
Place: Mumbai
Date: 29/09/2022