

November 03, 2020

<b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001	<b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051
<b>Company Code No.: 539807</b>	<b>Company Symbol: INFIBEAM</b>

Dear Sir / Madam,

**Sub: Voting Results of the meeting of equity shareholders, unsecured creditors and secured creditors of the Company held on November 2, 2020 pursuant to the order passed by National Company Law Tribunal, Bench at Ahmedabad dated September 9, 2020 read with order dated September 21, 2020 and October 28, 2020**

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith details of voting results and scrutinizer's report of the separate meetings of the Equity Shareholders, Unsecured Creditors and Secured Creditors ("**Meetings**") of the Company which were held at 23<sup>rd</sup> Floor, Gift Two Building, Block No. 56, Road - 5C, Zone - 5, GIFT CITY, Gandhinagar, Taluka & District - Gandhinagar - 382355, Gujarat on Monday, November 2, 2020 at 10:00 a.m. IST, 10:45 a.m. IST and 11:30 a.m. IST respectively, pursuant to the order dated September 9, 2020 read with order dated September 21, 2020 and October 28, 2020, passed by Hon'ble National Company Law Tribunal, Ahmedabad Bench ("**NCLT**"), for the purpose of considering, and if thought fit, approving, with or without modification(s), the Composite Scheme of Arrangement amongst Infibeam Avenues Limited, Suvidhaa Infoserve Limited, DRC Systems India Limited and NSI Infinium Global Limited and their respective shareholders and creditors under Section 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 ("**Scheme**").

The Company had provided voting facility through (i) postal ballot; (ii) remote e-voting; and (iii) ballot / polling paper at the venue of the meeting to the equity shareholders of the Company. Further, the Company had provided voting facility through (i) postal ballot; and (ii) ballot / polling paper at the venue of the meeting to the secured creditors and unsecured creditors of the Company.

Pursuant to NCLT Order, Jitendra Leeya, Practising Company Secretary was appointed as the Scrutinizer to scrutinize votes cast through postal ballot, e-voting and by polling/ballot paper at the venue of the meeting in case of equity shareholders and to scrutinize votes cast through postal ballot and by polling/ballot paper at the venue of the meeting in case of unsecured creditors and secured creditors. The Scrutinizer has carried out the scrutiny of the votes cast and submitted his Consolidated Report, on November 3, 2020. The Consolidated Report of Scrutinizer for the said meetings is enclosed as follows:

1. Voting results of equity shareholders (including public shareholders) along with the consolidated Scrutinizer's Report - **Annexure A**.
2. Separate Scrutinizer's Report in respect of voting results of the public shareholders - **Annexure B**.

**INFIBEAM AVENUES LIMITED**

*(Formerly known as Infibeam Incorporation Limited)*

**Regd. Office:** 28<sup>th</sup> Floor, GIFT Two Building, Block No. 56, Road-5C, Zone-5, GIFT CITY, Gandhinagar, Taluka & District - Gandhinagar - 382 355, **CIN: L64203GJ2010PLC061366**

**Tel:** +91 79 67772204 | **Fax:** +91 79 67772205 | **Email:** [ir@ia.ooo](mailto:ir@ia.ooo) | **Website:** [www.ia.ooo](http://www.ia.ooo)



3. Scrutinizer's Report in respect of voting results of unsecured creditors - **Annexure C.**
4. Scrutinizer's Report in respect of voting results of secured creditors - **Annexure D.**

Based on the Consolidated Reports of the Scrutinizer, the resolution approving the Scheme was passed with requisite majority by equity shareholders (including public shareholders), unsecured creditors and secured creditors of the Company.

You are requested to take the same on your record.

Thanking you,

Yours faithfully,

**For Infibeam Avenues Limited**  
(Formerly known as Infibeam Incorporation Limited)



**Shyamal Trivedi**  
Vice President & Company Secretary



**Encl:** As above

**INFIBEAM AVENUES LIMITED**

(Formerly known as Infibeam Incorporation Limited)

**Regd. Office:** 28<sup>th</sup> Floor, GIFT Two Building, Block No. 56, Road-5C, Zone-5, GIFT CITY, Gandhinagar,  
Taluka & District - Gandhinagar - 382 355, **CIN: L64203GJ2010PLC061366**

**Tel:** +91 79 67772204 | **Fax:** +91 79 67772205 | **Email:** [ir@ia.000](mailto:ir@ia.000) | **Website:** [www.ia.000](http://www.ia.000)

## Infibeam Avenues Limited

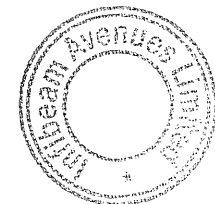
Date of the NCLT Convened Meeting	November 2, 2020
Total number of shareholders on record date (September 18, 2020)	43,351
No. of shareholders present in the meeting either in person or through proxy:	
i. Promoters and Promoter Group	7
ii. Public	38
No. of shareholders present in the meeting either in person or through proxy:	
i. Promoters and Promoter Group	-
ii. Public	-

Resolution Required : (Special)	1 - Resolution approving Composite Scheme of Arrangement between Infibeam Avenues Limited, Suidhaa Infoserve Limited, DRC Systems India Limited and NSI Infinium Global Limited and their respective shareholders and creditors under section 230 to 232 read with section 66 and other applicable provisions of the Companies Act, 2013.
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Whether promoter/ promoter group are interested in the agenda/resolution?	No
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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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	21,49,24,909	21,23,00,157	98.78	21,23,00,157	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>21,23,00,157</b>	<b>98.78</b>	<b>21,23,00,157</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	4,73,07,747	67,36,688	14.24	67,36,688	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>67,36,688</b>	<b>14.24</b>	<b>67,36,688</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Non Institutions	E-Voting	40,24,87,604	22,44,92,435	55.78	22,44,90,200	2,235	100.00	0.00
	Poll		120	0.00	20	100	16.67	83.33
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>22,44,92,555</b>	<b>55.78</b>	<b>22,44,90,220</b>	<b>2,335</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>66,47,20,260</b>	<b>44,35,29,400</b>	<b>66.72</b>	<b>44,35,27,065</b>	<b>2,335</b>	<b>100.00</b>	<b>0.00</b>

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	90,000



**Jitendra Leeya**

**Company Secretary**

**CONSOLIDATED REPORT OF SCRUTINIZER ON  
REMOTE E-VOTING, POSTAL BALLOT AND POLL**

To,  
Mr. Prashant Patel  
The Chairperson appointed for Equity Shareholder's Meeting  
by National Company Law Tribunal, Ahmedabad Bench  
for Infibeam Avenues Limited,  
(CIN: L64203GJ2010PLC061366)  
Held on 02<sup>nd</sup> November, 2020 at 10.00 am at  
23<sup>rd</sup> Floor, GIFT Two Building, Block No. 56,  
Road-5C, Zone-5, GIFT City, Gandhinagar – 382 355

Dear Sir,

**Sub.: Consolidated Report of Scrutinizer on the results of voting by way of Postal Ballot, Remote E-voting and voting by way of Poll conducted at the venue in connection with the Resolution detailed in the Notice dated 25<sup>th</sup> September, 2020 convening meeting of Equity Shareholders (including public shareholders) of Infibeam Avenues Limited in pursuance of direction issued by Ahmedabad bench of Hon'ble National Company Law Tribunal (NCLT) vide Order dated 09<sup>th</sup> September, 2020 read with 21<sup>st</sup> September, 2020 and also read with 28<sup>th</sup> October, 2020 in Company Application No. 53 of 2020**

I, Jitendra Leeya, Company Secretary in Practice having office at K-303, Karnavati Enclave, Opp. Shrinand City-3, Nr. Doon School, New Maninagar, Ahmedabad-382 449 appointed by National Company Law Tribunal (NCLT) vide its Order dated 09<sup>th</sup> September, 2020 passed in connection with Company Application No. 53 of 2020, as Scrutinizer for the purpose of the voting through Postal ballot, Remote E-voting and poll taken on the below mentioned resolution to approve the Scheme of Arrangement between Infibeam Avenues Limited, Suidhaa Infoserve Limited, DRC Systems India Limited and NSI Infinium Global Limited and their respective shareholders and creditors, in terms of the Notice dated 25<sup>th</sup> September, 2020 for NCLT Convened Meeting of the Equity Shareholders of **INFIBEAM AVENUES LIMITED** held on Monday, 02<sup>nd</sup> November, 2020 at 10.00 am at 23<sup>rd</sup> Floor, GIFT Two Building, Block No. 56, Road-5C, Zone-5, GIFT City, Gandhinagar – 382 355, Gujarat, submit my Consolidated Report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting), voting through Postal Ballots and voting by use of ballots by the shareholders at their meeting (by poll) on the resolutions proposed in the Notice of the NCLT Convened Meeting of the Equity Shareholders of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic means, through postal ballot process and by use of ballot at the meeting (poll) are conducted in fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairperson on the resolutions, based on the reports generated from the electronic voting system provided by Link Intime India Private Limited ('Link Intime' or 'LIPL'), and the report generated electronically as per data collated with help of R & T Agents for voting by use of postal ballots and ballot papers at the meeting.

Page 1

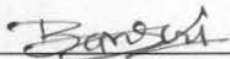
K-303, Karnavati Enclave, Opp. Shrinand City-3, Nr Doon School, New Maninagar, Ahmedabad-382 449, Gujarat  
e-mail: jitendraliya@gmail.com

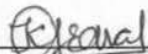
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**INFIBEAM AVENUES LIMITED**

2. The Company has completed the dispatch of notice alongwith the postal ballot form by email to all the Members whose email-IDs are registered with the Company/ Depository Participant(s) on 29<sup>th</sup> September, 2020. Further in respect of the Members whose email-IDs are not registered with the Company/Depository Participant(s), the dispatch of physical copy of the notice alongwith postal ballot form and self addressed business reply envelope at their registered address by the prescribed mode has been completed on 29<sup>th</sup> September, 2020, to the Members whose name(s) appeared on the Register of Members/list of beneficiaries as on the cut-off date i.e. 18<sup>th</sup> September, 2020 decided by the Board at their meeting.
3. The voting through remote E-voting Process was kept open from 03<sup>rd</sup> October, 2020 (9.00 A.M.) to 01<sup>st</sup> November, 2020 (5:00 P.M.) moreover, in case of Physical Postal Ballot, last date for receiving ballots was 01<sup>st</sup> November, 2020 (5.00 P.M.)
4. After the close of period for remote e-voting, the details of members, such as their names, folio Nos, Numbers of shares held, who had casted votes through remote e-voting, were downloaded from the e-voting website of Link Intime (<https://instavote.linkintime.co.in>) for the purpose of ensuring that members who have casted their votes through remote e-voting do not vote again at the NCLT Convened Meeting of the Equity Shareholders.
5. At the NCLT Convened Meeting of the Equity Shareholders, after declaration of poll by the chairman, one ballot box for polling was locked in my presence with due identification mark placed by me.
6. The locked ballot box was opened in my presence and in presence of two witnesses Ms. Bansari Shah and Ms. Kinjal Raval who are not in the employment of the Company, and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s. Link Intime India Private Limited the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

  
Ms. Bansari Shah

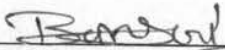
  
Ms. Kinjal Raval

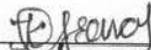
7. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. The same were not considered in calculation.
8. I wish to place on record that, No postal ballot forms were received up to the close of working hours on 01<sup>st</sup> November, 2020 (5.00 P.M.), the last date and time fixed by the Company for receipt of the forms.



**INFIBEAM AVENUES LIMITED**

9. After counting the votes casted by the members and proxy holders present at NCLT Convened Meeting of the Equity Shareholders, through polling paper and Postal Ballots, the Votes casted through remote e-voting were unblocked on Monday, 02<sup>nd</sup> November, 2020 around 12.30 pm in the presence of two witnesses, Ms. Bansari Shah and Ms. Kinjal Raval who are not in the employment of the Company.

  
Ms. Bansari Shah

  
Ms. Kinjal Raval

10. Thereafter, the details containing inter- alia, list of equity Shareholders, who voted “For” and “Against”, were downloaded from the remote e – Voting website of Link Intime (<https://instavote.linkintime.co.in>).
11. Based from reports generated from the e-voting website of Link Intime (<https://instavote.linkintime.co.in>), voting through polling paper at the NCLT Convened Meeting of the Equity Shareholders and voting through Postal Ballot process, the Consolidated results of the remote e-voting, poll and postal ballot are as under :
- a) **Resolution No. 1 – Resolution approving Composite Scheme of Arrangement between Infibeam Avenues Limited, Suvidhaa Infoserve Limited, DRC Systems India Limited and NSI Infinium Global Limited and their respective shareholders and creditors under section 230 to 232 read with section 66 and other applicable provisions of the Companies Act, 2013:**

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

Type of Voting	Number of members voted	Number of Votes cast	% of total number of valid votes cast
Remote E-voting	206	443527045	100.00
Poll	2	20	16.67
Postal Ballot	0	0	0.00
<b>Total</b>	<b>208</b>	<b>443527065</b>	<b>100.00</b>

(ii) Voted **against** of the resolution:

Type of Voting	Number of members voted	Number of Votes cast	% of total number of valid votes cast
Remote E-voting	4	2235	0.00
Poll	1	100	83.33
Postal Ballot	0	0	0.00
<b>Total</b>	<b>5</b>	<b>2335</b>	<b>0.00</b>



**Jitendra Leeya**  
Company Secretary

**INFIBEAM AVENUES LIMITED**

(iii) Invalid Votes:

Type of Voting	Total Number of members whose votes were declared invalid	Total Number of Votes cast
Remote E-voting	3	90000
Poll	0	0
Postal Ballot	0	0
<b>Total</b>	<b>3</b>	<b>90000</b>

(ii) Abstained from Voting:

Type of Voting	Total Number of members who abstained from Voting	Total Number of Votes cast
Remote E-voting	2	45607
Poll	0	0
Postal Ballot	0	0
<b>Total</b>	<b>2</b>	<b>45607</b>

12. A Compilation of Data containing a list of Equity Shareholders who voted "FOR", "AGAINST" is enclosed.

13. The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company for safe keeping.

Thanking You,  
Yours Faithfully,

Date: 03<sup>rd</sup> November, 2020  
Place : Ahmedabad



*J.P. Leeya*  
**JITENDRA LEEYA,**  
Practicing Company Secretary  
ACS/FCS No.: A31232  
COP No.: 14503  
UDIN:

Countersigned:  
For **INFIBEAM AVENUES LIMITED**

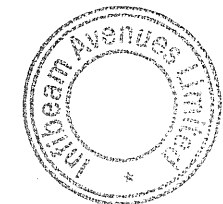
*Prashant Patel*  
**PRASHANT PATEL,**  
ADVOCATE  
CHAIRPERSON

## Infibeam Avenues Limited

Date of the NCLT Convened Meeting	November 2, 2020
Total number of shareholders on record date (September 18, 2020)	43,351
No. of shareholders present in the meeting either in person or through proxy:	
i. Promoters and Promoter Group	7
ii. Public	38
No. of shareholders present in the meeting either in person or through proxy:	
i. Promoters and Promoter Group	-
ii. Public	-

Resolution Required : (Special)			1 - Resolution approving Composite Scheme of Arrangement between Infibeam Avenues Limited, Suidhaa Infoserve Limited, DRC Systems India Limited and NSI Infinium Global Limited and their respective shareholders and creditors under section 230 to 232 read with section 66 and other applicable provisions of the Companies Act, 2013.					
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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	21,49,24,909	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public Institutions	E-Voting	4,73,07,747	67,36,688	14.24	67,36,688	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>67,36,688</b>	<b>14.24</b>	<b>67,36,688</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Non Institutions	E-Voting	40,24,87,604	22,44,92,435	55.78	22,44,90,200	2,235	100.00	0.00
	Poll		120	0.00	20	100	16.67	83.33
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>22,44,92,555</b>	<b>55.78</b>	<b>22,44,90,220</b>	<b>2,335</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>66,47,20,260</b>	<b>23,12,29,243</b>	<b>34.79</b>	<b>23,12,26,908</b>	<b>2,335</b>	<b>100.00</b>	<b>0.00</b>

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	90,000





**CONSOLIDATED REPORT OF SCRUTINIZER ON  
REMOTE E-VOTING, POSTAL BALLOT AND POLL**

To,  
Mr. Prashant Patel  
The Chairperson appointed for Equity Shareholder's Meeting  
by National Company Law Tribunal, Ahmedabad Bench  
for Infibeam Avenues Limited,  
(CIN: L64203GJ2010PLC061366)  
Held on 02<sup>nd</sup> November, 2020 at 10.00 am at  
23<sup>rd</sup> Floor, GIFT Two Building, Block No. 56,  
Road-5C, Zone-5, GIFT City, Gandhinagar – 382 355

Dear Sir,

**Sub.: Consolidated Report of Scrutinizer on the results of voting by Public Shareholders by way of Postal Ballot, Remote E-voting and voting by way of Poll conducted at the venue in connection with the Resolution detailed in the Notice dated 25<sup>th</sup> September, 2020 convening meeting of Equity Shareholders (including public shareholders) of Infibeam Avenues Limited in pursuance of direction issued by Ahmedabad bench of Hon'ble National Company Law Tribunal (NCLT) vide Order dated 09<sup>th</sup> September, 2020 read with 21<sup>st</sup> September, 2020 and also read with 28<sup>th</sup> October, 2020 in Company Application No. 53 of 2020**

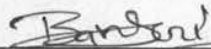
I, Jitendra Leeya, Company Secretary in Practice having office at K-303, Karnavati Enclave, Opp. Shrinand City-3, Nr. Doon School, New Maninagar, Ahmedabad-382 449 appointed by National Company Law Tribunal (NCLT) vide its Order dated 09<sup>th</sup> September, 2020 passed in connection with Company Application No. 53 of 2020, as Scrutinizer for the purpose of the voting through Postal ballot, Remote E-voting and poll taken on the below mentioned resolution to approve the Scheme of Arrangement between Infibeam Avenues Limited, Suvidhaa Infoserve Limited, DRC Systems India Limited and NSI Infinium Global Limited and their respective shareholders and creditors, in terms of the Notice dated 25<sup>th</sup> September, 2020 for NCLT Convened Meeting of the Equity Shareholders of **INFIBEAM AVENUES LIMITED** held on Monday, 02<sup>nd</sup> November, 2020 at 10.00 am at 23<sup>rd</sup> Floor, GIFT Two Building, Block No. 56, Road-5C, Zone-5, GIFT City, Gandhinagar – 382 355, Gujarat, submit my Consolidated Report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting), voting through Postal Ballots and voting by use of ballots by the shareholders at their meeting (by poll) on the resolutions proposed in the Notice of the NCLT Convened Meeting of the Equity Shareholders of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic means, through postal ballot process and by use of ballot at the meeting (poll) are conducted in fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairperson on the resolutions, based on the reports generated from the electronic voting system provided by Link Intime India Private Limited ('Link Intime' or 'LIPL'), and the report generated electronically as per data collated with help of R & T Agents for voting by use of postal ballots and ballot papers at the meeting.

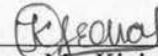


**INFIBEAM AVENUES LIMITED**

2. The Company has completed the dispatch of notice alongwith the postal ballot form by email to all the Members whose email-IDs are registered with the Company/ Depository Participant(s) on 29<sup>th</sup> September, 2020. Further in respect of the Members whose email-IDs are not registered with the Company/Depository Participant(s), the dispatch of physical copy of the notice alongwith postal ballot form and self addressed business reply envelope at their registered address by the prescribed mode has been completed on 29<sup>th</sup> September, 2020, to the Members whose name(s) appeared on the Register of Members/list of beneficiaries as on the cut-off date i.e. 18<sup>th</sup> September, 2020 decided by the Board at their meeting.
3. The voting through remote E-voting Process was kept open from 03<sup>rd</sup> October, 2020 (9.00 A.M.) to 01<sup>st</sup> November, 2020 (5:00 P.M.) moreover, in case of Physical Postal Ballot, last date for receiving ballots was 01<sup>st</sup> November, 2020 (5.00 P.M.)
4. After the close of period for remote e-voting, the details of members, such as their names, folio Nos, Numbers of shares held, who had casted votes through remote e-voting, were downloaded from the e-voting website of Link Intime (<https://instavote.linkintime.co.in>) for the purpose of ensuring that members who have casted their votes through remote e-voting do not vote again at the NCLT Convened Meeting of the Equity Shareholders.
5. At the NCLT Convened Meeting of the Equity Shareholders, after declaration of poll by the chairman, one ballot box for polling was locked in my presence with due identification mark placed by me.
6. The locked ballot box was opened in my presence and in presence of two witnesses Ms. Bansari Shah and Ms. Kinjal Raval who are not in the employment of the Company, and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s. Link Intime India Private Limited the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.



Ms. Bansari Shah

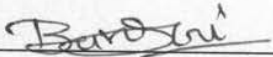


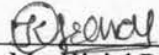
Ms. Kinjal Raval

7. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. The same were not considered in calculation.
8. I wish to place on record that, No postal ballot forms were received up to the close of working hours on 01<sup>st</sup> November, 2020 (5.00 P.M.), the last date and time fixed by the Company for receipt of the forms.

**INFIBEAM AVENUES LIMITED**

9. After counting the votes casted by the members and proxy holders present at NCLT Convened Meeting of the Equity Shareholders, through polling paper and Postal Ballots, the Votes casted through remote e-voting were unblocked on Monday, 02<sup>nd</sup> November, 2020 around 12.30 pm in the presence of two witnesses, Ms. Bansari Shah and Ms. Kinjal Raval who are not in the employment of the Company.

  
Ms. Bansari Shah

  
Ms. Kinjal Raval

10. Thereafter, the details containing inter- alia, list of equity Shareholders, who voted “For” and “Against”, were downloaded from the remote e – Voting website of Link Intime (<https://instavote.linkintime.co.in>)
11. Based from reports generated from the e-voting website of Link Intime (<https://instavote.linkintime.co.in>), voting through polling paper at the NCLT Convened Meeting of the Equity Shareholders and voting through Postal Ballot process, the Consolidated results of the remote e-voting, poll and postal ballot of **Public Shareholders** are as under :
- a) **Resolution No. 1 – Resolution approving Composite Scheme of Arrangement between Infibeam Avenues Limited, Suvidhaa Infoserve Limited, DRC Systems India Limited and NSI Infinium Global Limited and their respective shareholders and creditors under section 230 to 232 read with section 66 and other applicable provisions of the Companies Act, 2013:**

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of Votes cast	% of total number of valid votes cast
Remote E-voting	179	231226888	100.00
Poll	2	20	16.67
Postal Ballot	0	0	0.00
<b>Total</b>	<b>181</b>	<b>231226908</b>	<b>100.00</b>

(ii) Voted against of the resolution:

Type of Voting	Number of members voted	Number of Votes cast	% of total number of valid votes cast
Remote E-voting	4	2235	0.00
Poll	1	100	83.33
Postal Ballot	0	0	0.00
<b>Total</b>	<b>5</b>	<b>2335</b>	<b>0.00</b>

**Jitendra Leeya**  
Company Secretary

**INFIBEAM AVENUES LIMITED**

(iii) Invalid Votes:

Type of Voting	Total Number of members whose votes were declared invalid	Total Number of Votes cast
Remote E-voting	3	90000
Poll	0	0
Postal Ballot	0	0
<b>Total</b>	<b>3</b>	<b>90000</b>

(ii) Abstained from Voting:

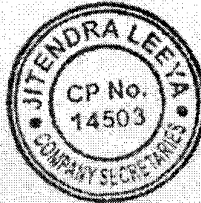
Type of Voting	Total Number of members who abstained from Voting	Total Number of Votes cast
Remote E-voting	2	45607
Poll	0	0
Postal Ballot	0	0
<b>Total</b>	<b>2</b>	<b>45607</b>

12. A Compilation of Data containing a list of Equity Shareholders who voted "FOR", "AGAINST" is enclosed.

13. The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company for safe keeping.

Thanking You,  
Yours Faithfully,

Date: 03<sup>rd</sup> November, 2020  
Place : Ahmedabad



*J.P. Leeya*  
**JITENDRA LEEYA,**  
Practicing Company Secretary  
ACS/FCS No.: A31232  
COP No.: 14503  
UDIN:

Countersigned:  
For **INFIBEAM AVENUES LIMITED**

*Prashant Patel*  
**PRASHANT PATEL,**  
ADVOCATE  
CHAIRPERSON

**Jitendra Leeya**  
Company Secretary

**CONSOLIDATED REPORT OF SCRUTINIZER  
ON  
POSTAL BALLOT AND POLL**

To,  
Mr. Prashant Patel  
The Chairperson appointed for Unsecured Creditors Meeting  
by National Company Law Tribunal, Ahmedabad Bench  
Infibeam Avenues Limited,  
(CIN: L64203GJ2010PLC061366)  
Held on 02<sup>nd</sup> November, 2020 at 10.45 am at  
23<sup>rd</sup> Floor, GIFT Two Building, Block No. 56,  
Road-5C, Zone-5, GIFT City, Gandhinagar – 382 355

Dear Sir,

**Sub.: Consolidated Report of Scrutinizer on the results of voting by way of Postal Ballot and voting by way of Poll conducted at the venue in connection with the Resolution detailed in the Notice dated 25<sup>th</sup> September, 2020 convening meeting of Unsecured Creditors of Infibeam Avenues Limited in pursuance of direction issued by Ahmedabad bench of Hon'ble National Company Law Tribunal (NCLT) vide Order dated 09<sup>th</sup> September, 2020 read with 21<sup>st</sup> September, 2020 and also read with 28<sup>th</sup> October, 2020 in Company Application No. 53 of 2020**

I, Jitendra Leeya, Company Secretary in Practice having office at K-303, Karnavati Enclave, Opp. Shrinand City-3, Nr. Doon School, New Maninagar, Ahmedabad-382 449 appointed by National Company Law Tribunal (NCLT) vide its Order dated 09<sup>th</sup> September, 2020 passed in connection with Company Application No. 53 of 2020, as Scrutinizer for the purpose of the voting through Postal ballot and poll taken on the below mentioned resolution to approve the Scheme of Arrangement between Infibeam Avenues Limited, Suvidhaa Infoserve Limited, DRC Systems India Limited and NSI Infinium Global Limited and their respective shareholders and creditors, in terms of the Notice dated 25<sup>th</sup> September, 2020 for NCLT Convened Meeting of the Unsecured Creditors of **INFIBEAM AVENUES LIMITED** held on Monday, 02<sup>nd</sup> November, 2020 at 10.45 am at 23<sup>rd</sup> Floor, GIFT Two Building, Block No. 56, Road-5C, Zone-5, GIFT City, Gandhinagar – 382 355, Gujarat, submit my Consolidated Report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through Postal Ballots and voting by use of ballots by the Unsecured Creditors at their meeting (by poll) on the resolutions proposed in the Notice of the NCLT Convened Meeting of the Unsecured Creditors of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through postal ballot process and by use of ballot at the meeting (poll) are conducted in fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairperson on the resolutions, based on the voting by use of postal ballots and ballot papers at the meeting.

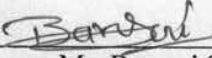
K-303, Karnavati Enclave, Opp. Shrinand City-3, Nr. Doon School, New Maninagar, Ahmedabad-382 449, Gujarat  
e-mail: [jitendraliya@gmail.com](mailto:jitendraliya@gmail.com) M. : 096645 17987

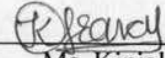
Page 1



**INFIBEAM AVENUES LIMITED**

2. The Company has completed the dispatch of notice alongwith the postal ballot form by email to all the Unsecured Creditors whose email-IDs are registered with the Company on 26<sup>th</sup> September, 2020. Further in respect of the Unsecured Creditors whose email-IDs are not registered with the Company, the dispatch of physical copy of the notice alongwith postal ballot form and self addressed business reply envelope at their registered address by the prescribed mode has been completed on 29<sup>th</sup> September, 2020, to the Unsecured Creditors as on the cut-off date i.e. 18<sup>th</sup> September, 2020 decided by the Board at their meeting.
3. The voting through Physical Postal Ballot, last date for receiving ballots was 01<sup>st</sup> November, 2020 (5.00 P.M.)
4. At the NCLT Convened Meeting of the Unsecured Creditors, after declaration of poll by the chairman, one ballot box for polling was locked in my presence with due identification mark placed by me.
5. The locked ballot box was opened in my presence and in presence of two witnesses Ms. Bansari Shah and Ms. Kinjal Raval who are not in the employment of the Company, and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.

  
Ms. Bansari Shah

  
Ms. Kinjal Raval

6. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. The same were not considered in calculation.
7. I wish to place on record that, No postal ballot forms were received up to the close of working hours on 01<sup>st</sup> November, 2020 (5.00 P.M.), the last date and time fixed by the Company for receipt of the forms.
8. Based on voting through polling paper at the NCLT Convened Meeting of the Unsecured Creditors and voting through Postal Ballot process, the Consolidated results of the poll and postal ballot are as under :



**INFIBEAM AVENUES LIMITED**

- a) Resolution No. 1 – Resolution approving Composite Scheme of Arrangement between Infibeam Avenues Limited, Suvidhaa Infoserve Limited, DRC Systems India Limited and NSI Infinium Global Limited and their respective shareholders and creditors under section 230 to 232 read with section 66 and other applicable provisions of the Companies Act, 2013:

(i) Voted in favour of the resolution:

Type of Voting	Number of creditors voted	Amount of unsecured loan in Rupees	% of total number of valid votes cast
Poll	15	9533785	100.00
Postal Ballot	0	0	0.00
<b>Total</b>	<b>15</b>	<b>9633785</b>	<b>100.00</b>

(ii) Voted against of the resolution:

Type of Voting	Number of creditors voted	Amount of unsecured loan in Rupees	% of total number of valid votes cast
Poll	0	0	0.00
Postal Ballot	0	0	0.00
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

(iii) Invalid Votes:

Type of Voting	Total Number of creditors whose votes were declared invalid	Amount of unsecured loan in Rupees
Poll	0	0
Postal Ballot	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

(iii) Abstained from Voting:

Type of Voting	Total Number of creditors who abstained from Voting	Amount of unsecured loan in Rupees
Poll	0	0
Postal Ballot	0	0
<b>Total</b>	<b>0</b>	<b>0</b>



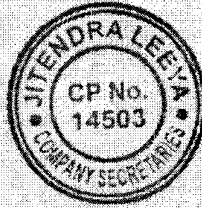
**Jitendra Leeya**  
Company Secretary

**INFIBEAM AVENUES LIMITED**

9. A Compilation of Data containing a list of Unsecured Creditors who voted "FOR", "AGAINST" is enclosed.
10. The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company for safe keeping.

Thanking You,  
Yours Faithfully,

Date: 03<sup>rd</sup> November, 2020  
Place : Ahmedabad



*J. Leeya*  
**JITENDRA LEEYA,**  
Practicing Company Secretary  
ACS/FCS No.: A31232  
COP No.: 14503  
UDIN:

Countersigned:  
For **INFIBEAM AVENUES LIMITED**

*Prashant Patel*  
**PRASHANT PATEL,**  
ADVOCATE  
CHAIRPERSON



**Jitendra Leeya**  
Company Secretary

**CONSOLIDATED REPORT OF SCRUTINIZER  
ON  
POSTAL BALLOT AND POLL**

To,  
Mr. Prashant Patel  
The Chairperson appointed for Secured Creditors Meeting  
by National Company Law Tribunal, Ahmedabad Bench  
Infibeam Avenues Limited,  
(CIN: L64203GJ2010PLC061366)  
Held on 02<sup>nd</sup> November, 2020 at 11.30 am at  
23<sup>rd</sup> Floor, GIFT Two Building, Block No. 56,  
Road-5C, Zone-5, GIFT City, Gandhinagar – 382 355

Dear Sir,

**Sub: Consolidated Report of Scrutinizer on the results of voting by way of Postal Ballot and voting by way of Poll conducted at the venue in connection with the Resolution detailed in the Notice dated 25<sup>th</sup> September, 2020 convening meeting of Secured Creditors of Infibeam Avenues Limited in pursuance of direction issued by Ahmedabad bench of Hon'ble National Company Law Tribunal (NCLT) vide Order dated 09<sup>th</sup> September, 2020 read with 21<sup>st</sup> September, 2020 and also read with 28<sup>th</sup> October, 2020 in Company Application No. 53 of 2020**

I, Jitendra Leeya, Company Secretary in Practice having office at K-303, Karnavati Enclave, Opp. Shrinand City-3, Nr. Doon School, New Maninagar, Ahmedabad-382 449 appointed by National Company Law Tribunal (NCLT) vide its Order dated 09<sup>th</sup> September, 2020 passed in connection with Company Application No. 53 of 2020, as Scrutinizer for the purpose of the voting through Postal ballot and poll taken on the below mentioned resolution to approve the Scheme of Arrangement between Infibeam Avenues Limited, Suvidhaa Infoserve Limited, DRC Systems India Limited and NSI Infinium Global Limited and their respective shareholders and creditors, in terms of the Notice dated 25<sup>th</sup> September, 2020 for NCLT Convened Meeting of the Secured Creditors of **INFIBEAM AVENUES LIMITED** held on Monday, 02<sup>nd</sup> November, 2020 at 11.30 am at 23<sup>rd</sup> Floor, GIFT Two Building, Block No. 56, Road-5C, Zone-5, GIFT City, Gandhinagar – 382 355, Gujarat, submit my Consolidated Report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through Postal Ballots and voting by use of ballots by the Secured Creditors at their meeting (by poll) on the resolutions proposed in the Notice of the NCLT Convened Meeting of the Secured Creditors of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through postal ballot process and by use of ballot at the meeting (poll) are conducted in fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairperson on the resolutions, based on the voting by use of postal ballots and ballot papers at the meeting.

K-303, Karnavati Enclave, Opp. Shrinand City-3, Nr Doon School, New Maninagar, Ahmedabad-382 449, Gujarat  
e-mail: jitendraliya@gmail.com

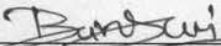
M. : 096645 17987

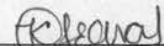
Page 1



**INFIBEAM AVENUES LIMITED**

2. The Company has completed the dispatch of notice alongwith the postal ballot form by email to all the Secured Creditors, whose email-IDs are registered with the Company on 26<sup>th</sup> September, 2020, to the Secured Creditors as on the cut-off date i.e. 18<sup>th</sup> September, 2020 decided by the Board at their meeting.
3. The voting through Physical Postal Ballot, last date for receiving ballots was 01<sup>st</sup> November, 2020 (5.00 P.M.).
4. At the NCLT Convened Meeting of the Secured Creditors, after declaration of poll by the chairman, one ballot box for polling was locked in my presence with due identification mark placed by me.
5. The locked ballot box was opened in my presence and in presence of two witnesses Ms. Bansari Shah and Ms. Kinjal Raval who are not in the employment of the Company, and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.

  
Ms. Bansari Shah

  
Ms. Kinjal Raval

6. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. The same were not considered in calculation.
7. I wish to place on record that, No postal ballot forms were received up to the close of working hours on 01<sup>st</sup> November, 2020 (5.00 P.M.), the last date and time fixed by the Company for receipt of the forms.
8. Based on voting through polling paper at the NCLT Convened Meeting of the Secured Creditors and voting through Postal Ballot process, the Consolidated results of the poll and postal ballot are as under :



**INFIBEAM AVENUES LIMITED**

- a) Resolution No. 1 – Resolution approving Composite Scheme of Arrangement between Infibeam Avenues Limited, Suvidhaa Infoserve Limited, DRC Systems India Limited and NSI Infinium Global Limited and their respective shareholders and creditors under section 230 to 232 read with section 66 and other applicable provisions of the Companies Act, 2013:

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

Type of Voting	Number of creditors voted	Amount of unsecured loan in Rupees	% of total number of valid votes cast
Poll	2	601287962	100.00
Postal Ballot	0	0	0.00
<b>Total</b>	<b>2</b>	<b>601287962</b>	<b>100.00</b>

(ii) Voted **against** of the resolution:

Type of Voting	Number of creditors voted	Amount of unsecured loan in Rupees	% of total number of valid votes cast
Poll	0	0	0.00
Postal Ballot	0	0	0.00
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

(iii) Invalid Votes:

Type of Voting	Total Number of creditors whose votes were declared invalid	Amount of unsecured loan in Rupees
Poll	0	0
Postal Ballot	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

(iii) Abstained from Voting:

Type of Voting	Total Number of creditors who abstained from Voting	Amount of unsecured loan in Rupees
Poll	0	0
Postal Ballot	0	0
<b>Total</b>	<b>0</b>	<b>0</b>



**Jitendra Leeya**

**Company Secretary**

**INFIBEAM AVENUES LIMITED**

9. A Compilation of Data containing a list of Secured Creditors who voted "FOR", "AGAINST" is enclosed.
10. The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company for safe keeping.

Thanking You,  
Yours Faithfully,

Date: 03<sup>rd</sup> November, 2020  
Place : Ahmedabad



A handwritten signature in black ink, appearing to read "Jitendra Leeya".

**JITENDRA LEEYA,**  
**Practicing Company Secretary**  
ACS/FCS No.: A31232  
COP No.: 14503  
UDIN:

Countersigned:  
**For INFIBEAM AVENUES LIMITED**

A handwritten signature in black ink, appearing to read "Prashant Patel".  
**PRASHANT PATEL,**  
**ADVOCATE**  
**CHAIRPERSON**