

16<sup>th</sup> January, 2023

To,

**National Stock Exchange**  
Exchange Plaza,  
Plot No. C/1, G Block,  
Bandra (E), Mumbai-400051  
**(NSE Scrip Code: SPMLINFRA)**

**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai-400001  
**(BSE Scrip Code: 500402)**

**Sub: Submission of E-voting Results of Postal Ballot and Scrutinizer's Report**

Dear Sirs,

With reference to the captioned subject and in furtherance to our letter dated 13<sup>th</sup> December, 2022, regarding Notice of Postal Ballot dated 14<sup>th</sup> November, 2022 issued to the members of SPML Infra Limited seeking their approval by way of postal ballot through electronic voting ("remote e-voting") for resolutions provided therein, we would like to inform you that remote e-voting period for the postal ballot was concluded on Friday, 13<sup>th</sup> January, 2023 at 5.00 PM (IST) and Mr. Tumul Maheshwari, Company Secretary in Practice, Scrutinizer of the Company has submitted his report on the e-voting results to the Company on 14<sup>th</sup> January, 2023.

As per the scrutinizer's Report both the resolutions have been approved and passed by the shareholders with requisite majority on 13<sup>th</sup> January, 2023, i.e. the last date of remote e-voting.

Further, in terms of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 and Rule framed thereunder, we are submitting herewith the e-voting results w.r.t. the Resolutions passed by way of postal ballot along with the Report of the Scrutinizer Mr. Tumul Maheshwari.

The results of the postal ballot along with the scrutinizer report shall be hosted on the website of the Company at [www.spml.co.in](http://www.spml.co.in) and on the website of the NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

You are requested to take the above on record.

Thanking you,

Yours faithfully,

**For SPML Infra Limited**

Swati  
Agarwal

Digitally signed by  
Swati Agarwal  
Date: 2023.01.16  
15:56:11 +05'30'

**Swati Agarwal**

Company Secretary

Enc.: a/a

**SPML INFRA LIMITED**

CIN: L40106DL1981PLC012228

113, Park Street, South Block, 7th Floor, Kolkata- 700 016

Ph: +91 33 2264 0307 / 0308

E-mail: [info@spml.co.in](mailto:info@spml.co.in) | Website: [www.spml.co.in](http://www.spml.co.in)

Regd. Office: F-27/2, Okhla Industrial Area, Phase-II, New Delhi-110020



**Details of Voting Results of Postal Ballot through Electronic Voting Results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

1	Record Date	Friday, 09 <sup>th</sup> December, 2022
2	Total Number of Shareholders as on Cut-off Date for ascertaining the list of the Shareholders for reckoning the Voting Result	12,504
3	No. of Shareholders present in the meeting either in person or through proxy:	Not Applicable
4	No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
5	No. of resolution passed in the meeting	2

Agenda wise details of the Voting Result are as under:

**ITEM NO. 1: Re-classification of status of some of the existing promoter/promoter group from promoter and promoter group category to public category**

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda / resolution?		Yes						
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	1,69,80,130	-	-	-	-	-	-
Public-Institutions	E-Voting	11,45,406	-	-	-	-	-	-
Public-Non-Institutions	E-Voting	2,72,97,460	13,82,879	5.07	1,380,370	2,509	99.82	0.18
<b>Total</b>		<b>4,54,22,996</b>	<b>13,82,879</b>	<b>3.04</b>	<b>1,380,370</b>	<b>2,509</b>	<b>99.82</b>	<b>0.18</b>

**ITEM NO. 2: Re-classification of status of Mr. Abhinandan Sethi from promoter and promoter group category to public category**

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda / resolution?		Yes						
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	1,69,80,130	-	-	-	-	-	-
Public-Institutions	E-Voting	11,45,406	-	-	-	-	-	-
Public-Non Institutions	E-Voting	2,72,97,460	13,82,878	5.07	1,380,369	2,509	99.82	0.18
<b>Total</b>		<b>4,54,22,996</b>	<b>13,82,879</b>	<b>3.04</b>	<b>1,380,369</b>	<b>2,509</b>	<b>99.82</b>	<b>0.18</b>

Yours truly  
For SPML Infra Limited

Swati Agarwal  
Digitally signed by Swati Agarwal  
Date: 2023.01.16 15:55:17 +05'30'

Swati Agarwal  
Company Secretary

**MT & Co.**

Company Secretaries

35/2, Street No. 6, Friends Colony Industrial Area, Shahdara, Delhi-110095

Phone No.22582283, Mobile No.9899697330

Email:tumul11@gmail.com

**CONSOLIDATED SCRUTINIZER'S REPORT FOR  
VOTING THROUGH POSTAL BALLOT**

To,  
The Chairman,  
SPML Infra Limited,  
F-27/2, Okhla Industrial Area Phase-II,  
New Delhi-110020

**Ref: Postal Ballot of the Equity Shareholders of SPML Infra Limited pursuant to Notice dated 14<sup>th</sup> November, 2022 and which ended on 13<sup>th</sup> January 2023 at F-27/2, Okhla Industrial Area Phase-II, New Delhi-110020**

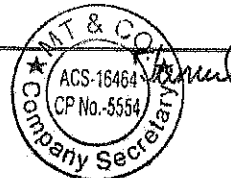
Dear Sir,

I, Tumul Maheshwari, Practicing Company Secretary having office at 35/2, Street No. 6, Friends Colony Industrial Area, Shahdara, Delhi-110095 have been appointed as Scrutinizer Pursuant to the Resolution passed by the Board of SPML Infra Limited (hereinafter referred to as the "Company") on 14<sup>th</sup> November 2022, for the purpose of scrutinizing the e-voting process taken pursuant to section 108 of the Companies Act, 2013 and rule 20(3) of the Companies (Management and Administration) Rules, 2014. I, also state that I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

M/s. Maheshwari Datamatics Private Limited is the Registrar and Share Transfer Agent (RTA) of the Company and M/s. National Securities Depository Limited (NSDL) is the Service Provider for providing the facility of electronic voting to the shareholders of the Company.

The Service Provider, had provided a system for recording the votes of the shareholders electronically on all the items of the business (Special businesses) sought to be transacted through the postal ballot of the Company, which was ended on 13<sup>th</sup> January 2023. The Service Provider accordingly had set up e-Voting facility on their website, <https://evoting.nsdl.com>. The Company had uploaded all the items of the business to be transacted on the website of the Company and also its Service Provider to facilitate their shareholders to cast their vote through e-Voting in the postal ballot.

The Company has sent the Notice of the postal ballot to 11406 Shareholders on 13<sup>th</sup> December, 2022 as per the details available with the RTA/Service Provider through e-mail. The notices which were sent contained the detailed procedure to be followed by the



shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Cut-off date (record date) for the purposes of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders was Friday, 09<sup>th</sup> December, 2022. As prescribed in the Rules, the Company also released an advertisement, which was published in the English and Hindi language newspaper viz. Business Standard (English & Hindi), carrying the required information as specified in the rules. As prescribed in the aforesaid Rules, the e-Voting facility was kept open from Thursday, the 15<sup>th</sup> December, 2022 at 09:00 A.M. and ends on Friday, 13<sup>th</sup> January, 2023 at 05:00 P.M. At the end of the voting period on Friday, 13<sup>th</sup> January, 2023 the portal of the Service Provider was blocked forthwith. On Friday, 13<sup>th</sup> January, 2023, after the closing of e-voting period the votes cast through e-Voting facility was duly unblocked by me as a Scrutinizer in the presence of two witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20.

The management of the Company is responsible to ensure that compliance, with the requirement of the Companies Act, 2013 and rules made thereunder, relating to voting through electronic means. My responsibility as a scrutinizer for the remote e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution and "invalid" and "abstained" votes, based on the reports generated from remote e-voting process system provided by National Securities Depository Limited.

As a Scrutinizer the report of the e-Voting carried out by the shareholders was duly compiled, the details of which are as follows:

There were in all 120 shareholders holding 13,82,879 equity shares of the Company, who have participated in the voting process for the postal ballot through e-Voting.

The result of e-voting is as under-

**Resolution 1: PASSED AS ORDINARY RESOLUTION:**

Re-classification of status of some of the existing promoter/promoter group from promoter and promoter group category to public category

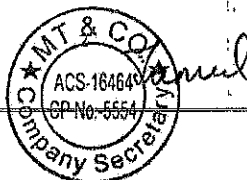
(i) Voted in favour of the resolution:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	%
97	1380370	0	0	99.82

(ii) Voted against the resolution:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	%
23	2509	0	0	0.18*

\*negligible percentage



(iii) Invalid votes:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	%
0	0	0	0	0

**Result**

The Resolution was passed with requisite majority.

**Resolution 2: PASSED AS ORDINARY RESOLUTION:**

Re-classification of status of Mr. Abhinandan Sethi from promoter and promoter group category to public category

(i) Voted in favour of the resolution:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	%
97	1380369	0	0	99.82

(ii) Voted against the resolution:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	%
23	2509	0	0	0.18*

\*negligible percentage

(iii) Invalid votes:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	%
0	0	0	0	0

**Result**

The Resolution was passed with requisite majority.

Results of the above poll may be declared by the Chairman/ Company Secretary/ Authorised person of the meeting accordingly.

I, hereby confirm that the relevant records pertaining to the e-voting conducted for the Postal Ballot were handed over to the Chairman/ Company Secretary of the Company for safe-keeping.

Restrictions on use



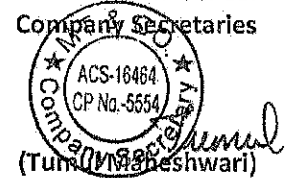
The report has been issued at the request of the Company for, (i) submission to the Stock Exchanges, (ii) to be placed on the website of the Company and (iii) website of the NSDL/RTA. This report is not to be used for any other purpose or to be distributed to any other party. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior permission.

Thanking you,

Yours faithfully,

Date: 14/01/2023  
Place: Delhi  
UDIN No. A016464D002976511

For MIT & Co.  
Company Secretaries



Proprietor  
C.P. No.5554  
PR-1749/2022

**WITNESS 1**

Name: PAYAL MAHESHWARI  
Sign: Payal Maheshwari

**WITNESS 2**

Name: ANMOL  
Sign: Anmol

CHAIRMAN/AUTHORISED PERSON Sudh Anmol

DATE: 14/01/2023

