



DUCON INFRA TECHNOLOGIES LIMITED

Regd. Office: Ducon House, Plot No. A/4, Road No.1, MIDC,
Wagle Industrial Estate, Thane (W) – 400 604. India
Tel. : 91-22-41122114, Fax 022 41122115 URL : www.duconinfra.co.in
Email: info@duconinfra.co.in, CIN No: **L72900MH2009PLC191412**

Date- 1st October, 2022

To

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001 Script Code – 534674	National Stock Exchange of India Limited Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051 Symbol – DUCON
--	---

Sub: Scrutinizer's Report and Voting Results of the Thirteenth Annual General Meeting (AGM) of Ducon Infratechnologies Limited

Dear Sir/Madam,

We are attaching herewith Scrutinizer's Report and voting results of Remote E-voting and E-voting at 13th Annual General Meeting (AGM) of the Company held on Friday, 30th September, 2022 at 5.30 p.m. (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and MCA Circulars.

Based on the consolidated report of the Scrutinizer, all Ordinary Resolutions and Special Resolutions set out in the Notice of the 13th AGM have been duly approved by the Members with requisite majority.

Kindly take the same on records.

Thanking You,

Yours Faithfully,

For **Ducon Infratechnologies Limited**

Darshit Parikh
Company Secretary

Encl.: Copy as above

SCRUTINEERS' REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xi) and other applicable provisions of the Companies(Management and Administration) Rules, 2014]

Date- 1st October, 2022

The Chairman of 13th Annual General Meeting of
Ducon Infratechnologies Limited
Ducan House, Plot No. A/4,
Road No. 1, MIDC,
Wagle Industrial Estate,
Thane - 400604

Dear Sir,

Report of the Scrutinizer on the combined result of Remote E-voting and E-Voting at the Annual General Meeting (E-voting at AGM) on the Ordinary Resolutions and Special Resolutions proposed at the 13th Annual General Meeting of the Company held on Friday, 30th September, 2022 at 5.30 p.m. through Video Conference ("VC")/Other Audio Visual Means ("OAVM").

I, Shruti H. Shah, Practising Company Secretary was appointed as the Scrutinizer under Sub Rule 3(ix) of the Rule 20 of the Companies (Management and Administration) Rules, 2014 (the Rules) by Ducon Infratechnologies Limited (the Company) at the 13th Annual General Meeting (AGM) of the Company held on Friday, 30th September, 2022 pursuant to Section 108 of the Companies Act, 2013 (the Act) and regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 in respect of the Ordinary Resolutions and Special Resolutions contained in the Notice of the AGM dated 6th September, 2022.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the Ordinary Resolutions and Special Resolutions contained in the Notice of the AGM of the members of the Company. My responsibility as a Scrutinizer for the Remote E-voting and E-voting at AGM is restricted to make a Scrutinizer's Report on the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL). The authorized agency to provide e-voting facilities, engaged by the Company. NSDL had accordingly set up e-Voting facility on their website, <https://www.evoting.nsdl.com>.

The Company had uploaded all the items of the business to be transacted on the website of the Company and also with NSDL to facilitate their shareholders to cast their vote through E-Voting.

The cut-off date for the purposes of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders was 23rd September, 2022. As prescribed in the Rules, the e-Voting facility was kept open from Tuesday, 27th September, 2022 (09.00 a.m. IST) to Thursday, 29th September, 2022 (05.00 p.m. IST).

As prescribed in Sub Rule 3(v) of the Rule 20 of the Rules, the Company had also released an advertisement, which was published in Financial Express newspaper dated 9thSeptember, 2022 in English language and in Mumbai Pratahkaal newspaper dated 9thSeptember, 2022 in Marathi language. The notice published in the newspapers carried the required information as specified in Sub Rule 3(v) (a) to(g) of Rule 20 of the Rules.

At the end of the voting period on 29thSeptember, 2022, the voting portal of the NSDL was blocked forthwith. The facility for voting at the AGM was provided at the 13th AGM on Friday, 30thSeptember, 2022 for those Members who attended the AGM through Video Conference facility but had not voted through remote e-voting facility. Thereafter, the electronic votes cast through remote e-voting and e-voting at AGM were unblocked at 6.24 p.m. (IST)

Then, the details containing, inter alia, list of equity shareholders who voted through Remote E-voting and by E- voting at the AGM, "for" and "against" each of the Ordinary Resolutions and Special Resolutions that were put to vote, were generated from the E- voting website of NSDL.

The register to record the assent or dissent received has been maintained electronically. There were no shares with differential voting rights in the Company. Hence, there is no requirement of maintaining the list of shares with differential voting rights.

As a Scrutinizer, the combined report of the total votes cast in favour of or against all the resolutions proposed in the Notice of AGM through the Remote E-Voting and E-voting at AGM is as follows:-

Resolution No. 1:

Details of Agenda: To consider and adopt the audited Consolidated and Standalone Financial statements of the Company for the Financial year ended 31stMarch, 2022, and the reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)

Particulars	Remote E-voting		E-voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	151	202004885	4	51	155	202004936	99.99
Dissent	11	8674	0	0	11	8674	0.01
Total	162	202013559	4	51	166	202013610	100.00

Result: Resolution passed with majority.

Resolution No. 2:

Details of Agenda: To appoint a Director in place of Mr. Arun Govil (DIN: 01914619), who retires from the office of Managing director by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)

Particulars	Remote E-voting		E-voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	149	9420161	4	51	153	9420212	99.91
Dissent	12	8733	0	0	12	8733	0.09
Total	161	9428894	4	51	165	9428945	100.00

Result: Resolution passed with majority.

Resolution No. 3:

Details of the Agenda: Appointment of Statutory Auditors of the Company (Ordinary Resolution)

Particulars	Remote E-voting		E-voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	151	202004885	4	51	155	202004936	99.99
Dissent	11	8674	0	0	11	8674	0.01
Total	162	202013559	4	51	166	202013610	100.00

Result: Resolution passed with majority.

Resolution No. 4:

Details of the Agenda: Re-Appointment of Mr. Arun Govil (DIN: 01914619) as a Managing Director (Special Resolution)

Particulars	Remote E-voting		E-voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	148	9418961	4	51	152	9419012	99.89
Dissent	13	9933	0	0	13	9933	0.11
Total	161	9428894	4	51	165	9428945	100.00

Result: Resolution passed with requisite majority.

Resolution No. 5:

Details of the Agenda: Re-appointment of Ms. Ratna Vikram Jhaveri (DIN:07732263), as Non-Executive Independent Director of the Company (Special Resolution)

Particulars	Remote E-voting		E-voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	150	202003685	4	51	154	202003736	99.99
Dissent	12	9874	0	0	12	9874	0.01
Total	162	202013559	4	51	166	202013610	100.00

Result: Resolution passed with requisite majority.

Resolution No. 6:

Details of the Agenda: Further raising of funds through Investment in Equity Shares / Preference Shares / Issue of Foreign Currency Convertible Bonds and unsecured/ secured redeemable Non-Convertible/Convertible Debentures along with or without warrants. (Special Resolution)

Particulars	Remote E-voting		E-voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	149	202004526	4	51	153	202004577	99.99
Dissent	13	9033	0	0	13	9033	0.01
Total	162	202013559	4	51	166	202013610	100.00

Result: Resolution passed with requisite majority.

Resolution No. 7:

Details of the Agenda: Approval for waiver of recovery of excess managerial remuneration paid to Mr. Harish Shetty (DIN-07144684), Executive Director and Chief Financial Officer of the Company for Financial Year ended 31st March, 2020 and 31st March, 2021. (Special Resolution)

Particulars	Remote E-voting		E-voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	142	201990728	4	51	146	201990779	99.99
Dissent	20	22831	0	0	20	22831	0.01
Total	162	202013559	4	51	166	202013610	100.000

Result: Resolution passed with requisite majority.

Resolution No. 8:

Details of the Agenda: Approval for waiver of recovery of excess managerial remuneration paid to Mr. Chandrasekhar Ganesan (DIN-07144708), Executive Director of the Company for Financial Year ended 31st March, 2020 and 31st March, 2021. (Special Resolution)

Particulars	Remote E-voting		E-voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	142	201990728	4	51	146	201990779	99.99
Dissent	20	22831	0	0	20	22831	0.01
Total	162	202013559	4	51	166	202013610	100.00

Result: Resolution passed with requisite majority.

Resolution No. 9:

Details of the Agenda: Appointment of Mr. Harish Shetty (DIN: 07144684) as Whole-time Director and Chief Financial Officer of the Company. (Special Resolution)

Particulars	Remote E-voting		E-voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	148	201994277	4	51	152	201994328	99.99
Dissent	14	19282	0	0	14	19282	0.01
Total	162	202013559	4	51	166	202013610	100.00

Result: Resolution passed with requisite majority.

Resolution No. 10:

Details of the Agenda: Appointment of Mr. Chandrasekhar Ganesan (DIN: 07144708) as Whole-time Director of the Company. (Special Resolution)

Particulars	Remote E-voting		E-voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	151	202005413	4	51	155	202005464	99.99
Dissent	12	8733	0	0	12	8733	0.01
Total	163	202014146	4	51	167	202014197	100.00

Result: Resolution passed with requisite majority.

Shruti H Shah
Practicing Company Secretary

You may accordingly declare the result of the poll.

I hereby confirm that I am maintaining register electronically in respect of votes cast through e-voting by the shareholders of the Company. I shall be arranging to handover the records to Company Secretary in due course of time as prescribed in the said rule.

Thanking you,

(Scrutinizer)
Shruti H. Shah
Practicing Company Secretary
C.P. No.:8197
UDIN no. - F008852C000965720
Place: Mumbai

For **Ducon Infratechnologies Limited**

Arun Govil
Managing Director & Chairman of the meeting
DIN-01914619