

**Consolidated Report of Scrutinizer  
on Remote e-voting and electronic voting at the Extra Ordinary General Meeting (EOGM)**

**To**

Mr. Amit Bholanath Mishra  
Chairman

**A B Infrabuild Limited**

104, Shubhagan Chs Ltd, Jawahar Nagar,  
Near Railway Crossing, Goregaon (West),  
Mumbai-400104.

**Consolidated Scrutinizer's Report on voting through remote e-voting and electronic at the Extra-Ordinary General Meeting (EOGM) of the shareholders of Company, A B Infrabuild Limited, held on Thursday, 04th May 2023 at 02:00 P.M. through video conferencing ("VC") /other audio-visual means (OVAM) Facility in terms of provisions of the Companies Act, 2013 (hereinafter the "Act") read with the Rules issued there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter the "SEBI Listing Regulations").**

I, Mehul B. Bambhroliya, Proprietor of M/s. BMB & Associates, Practicing Company Secretaries, appointed as Scrutinizer in the meeting of Board of Directors of the Company held on **Tuesday, April 11, 2023**, to conduct the following:

- (i) **Remote e-voting** process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
- (ii) **Electronic voting at the EOGM** under the provisions of Section 109 of the Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the EOGM held on **Thursday, May 04, 2023 at 2.00 p.m.**

A. Pursuant to Section 101, 108 of the Act and Rule 20 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Company has confirmed that the electronic copy of the Notice convening the EOGM of the Company along with the process of remote e-voting and electronic voting at the EOGM were sent to the shareholders whose e-mail addresses were registered with the Company's Registrar and Share Transfer Agent/Depository Participant(s) for communication purposes in compliance with MCA Circulars dated April 8, 2020, April 13, 2020, December 8, 2021 and May 5, 2022 and SEBI Circular dated May 12, 2020, September 28, 2020 and January 15, 2021 and May 13, 2022 applicable provisions of



the SEBI Listing Regulations, the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India. The Company completed dispatch of Notice along with explanatory statement on **Wednesday, April 12, 2023**, only through electronic mode, to those members whose name(s) appeared on the Register of Members/ List of beneficiaries as on **Thursday, April 27, 2023. ("Cutoff date")**.

- B. The Company had appointed National Securities Depository Limited ("NSDL") for conducting the electronic voting by the shareholders of the Company at the EOGM. After the time fixed for closing of electronic voting at EOGM by the Chairman, voting was closed and votes cast were unblocked.
- C. The Company had availed the remote e-voting facility provided by NSDL for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on **Monday, May 01, 2023 at 09:00 am (IST)** and ended on **Wednesday, May 03, 2023 at 05:00 pm (IST)** and the NSDL remote e-voting portal was blocked for voting thereafter.
- D. On the basis of the votes exercised by the shareholders of the Company through remote e-voting and by way of electronic voting at the EOGM, I have issued this Scrutinizer's Report dated **May 05, 2023**.

Date of EOGM	May 04, 2023
Total number of shareholders on record date (i.e. as on April 27, 2023)	137
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoter and Promoter group (including Directors & Relatives of Director)	NA
Public	NA
<b>No. of shareholders attended the meeting through Video Conferencing:</b>	
Promoter and Promoter group (including Directors & Relatives of Director)	4
Public	4



**Resolution Item No. 1 - Ordinary Resolution:**

**Increase in Authorised Share Capital of the Company.**

**Whether Promoter/Promoter group are interested in the agenda/resolution : NO**

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter Group (including Director & relatives of Director)	Remote E-Voting	7519376	7519376	100.00	7519376	0	100.00	-
		E- Voting at EOGM		0	0	0	0	-	-
		Total		7519376	100.00	7519376	0	100.00	-
2	Public Institutional holders	Remote E-Voting	1120000	552000	49.29	552000	0	100.00	-
		E- Voting at EOGM		0	0	0	0	-	-
		Total		552000	49.29	552000	0	100.00	-
3	Public-Others	Remote E-Voting	4030071	1709771	42.43	1645771	64000	96.26	3.74
		E- Voting at EOGM		0	0	0	0	-	-
		Total		1709771	42.43	1645771	64000	96.26	3.74
<b>Total</b>			<b>12669447</b>	<b>9781147</b>	<b>77.20</b>	<b>9717147</b>	<b>64000</b>	<b>99.35</b>	<b>0.65</b>



**Resolution Item No. 2 - Special Resolution:**

To consider and approve issue of Equity Shares on Preferential basis to the Promoters, Promoter group and Non-Promoter categories of persons.

**Whether Promoter/Promoter group are interested in the agenda/resolution:** Directors and Key Managerial Personnel of the Company or their relatives are concerned to the extent of securities issued to them on preferential basis.

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter Group (including Director & relatives of Director)	Remote E-Voting	7519376	7519376	100.00	7519376	0	100.00	-
		E- Voting at EOGM	7519376	0	0	0	0	-	-
		Total	7519376	7519376	100.00	7519376	0	100.00	-
2	Public Institutional holders	Remote E-Voting	1120000	552000	49.29	552000	0	100.00	-
		E- Voting at EOGM	1120000	0	0	0	0	-	-
		Total	1120000	552000	49.29	552000	0	100.00	-
3	Public-Others	Remote E-Voting	4030071	1709771	42.43	1645771	64000	96.26	3.74
		E- Voting at EOGM	4030071	0	0	0	0	-	-
		Total	4030071	1709771	42.43	1645771	64000	96.26	3.74
<b>Total</b>			<b>12669447</b>	<b>9781147</b>	<b>77.20</b>	<b>9717147</b>	<b>64000</b>	<b>99.35</b>	<b>0.65</b>



**Resolution Item No. 3 - Special Resolution:**

To consider and approve issue of Convertible Warrants on Preferential basis to the Promoters, Promoter group and Non-Promoter categories of persons.

**Whether Promoter/Promoter group are interested in the agenda/resolution:** Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in this resolution to the extent of issue of securities made to them on preferential basis.

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter Group (including Director & relatives of Director)	Remote E-Voting	7519376	7519376	100.00	7519376	0	100.00	-
		E- Voting at EOGM		0	0	0	0	-	-
		Total		7519376	100.00	7519376	0	100.00	-
2	Public - Institutional holders	Remote E-Voting	1120000	552000	49.29	552000	0	100.00	-
		E- Voting at EOGM		0	0	0	0	-	-
		Total		552000	49.29	552000	0	100.00	-
3	Public-Others	Remote E-Voting	4030071	1709771	42.43	1645771	64000	96.26	3.74
		E- Voting at EOGM		0	0	0	0	-	-
		Total		1709771	42.43	1645771	64000	96.26	3.74
<b>Total</b>			<b>12669447</b>	<b>9781147</b>	<b>77.20</b>	<b>9717147</b>	<b>64000</b>	<b>99.35</b>	<b>0.65</b>



E. As requested by the management, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of the Electronic voting facilitated at the EOGM.

**It is to be noted that:**

1. The votes cast does not include abstain votes.
2. All the aforesaid resolutions were passed with requisite majority.

Thanking you,  
Yours faithfully,

**For M/s. BMB & Associates,  
Practicing Company Secretaries**



**Mehul B. Bambhroliya  
Proprietor  
ACS No. 28191/ CP No. 10198  
PRC No. 2456/2022**

**Place: Mumbai  
Date : 05/05/2023  
UDIN: A028191E000262161**

**For A B Infrabuild Limited**



**Amit Bholanath Mishra  
Managing Director  
DIN: 03388129**

**Place: Mumbai  
Date : 05/05/2023**

**FORM No. MGT-13**  
**Report of Scrutinizer**

*[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]*

**To**

Mr. Amit Bholanath Mishra  
Chairman

**A B Infrabuild Limited**

104, Shubhagan Chs Ltd, Jawahar Nagar,  
Near Railway Crossing, Goregaon (West),  
Mumbai-400104.

**Scrutinizer's Report for electronic voting at the Extra-Ordinary General Meeting (EOGM) of the shareholders of Company, A B Infrabuild Limited, held on Thursday, 04th May 2023 at 02:00 P.M. through video conferencing ("VC") /other audio-visual means (OVAM) Facility.**

I, Mehul B. Bambhroliya, Proprietor of M/s. BMB & Associates, Practicing Company Secretary, appointed as Scrutinizer for the purpose of the vote taken on the below mentioned resolutions, at the EOGM of the shareholders of the Company, held on May 04, 2023 at 02:00 PM submit our report as under:

- A. The Company had appointed National Securities Depository Services Limited (NSDL) for conducting the Electronic voting by the shareholders of the Company at the EOGM.
- B. After the time fixed for closing of the electronic voting at EOGM by the Chairman, NSDL electronic portal was blocked for voting thereafter.
- C. The votes cast were unblocked and were reconciled with the records maintained by the Company and Registrar and Transfer Agent of the Company, Bigshare Services Private Limited of the Company.
- D. The result of the e-voting at EOGM is as under:



**Resolution Item No. 1 - Ordinary Resolution:**

**Increase in Authorised Share Capital of the Company.**

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

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
14	9717147	100%

(b) Voted **against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
15	64000	100%

(c) Invalid votes:

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

- *Or Voting through remote e-voting or voting at EOGM through VC/OAVM.*

**Resolution Item No. 2 - Special Resolution:**

**To consider and approve issue of Equity Shares on Preferential basis to the Promoters, Promoter group and Non-Promoter categories of persons.**

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

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
14	9717147	100%

(b) Voted **against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
15	64000	100%

(c) Invalid votes:

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

- *Or Voting through remote e-voting or voting at EOGM through VC/OAVM.*



**Resolution Item No. 3 - Special Resolution:**

To consider and approve issue of Convertible Warrants on Preferential basis to the Promoters, Promoter group and Non-Promoter categories of persons.

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

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
14	9717147	100%

(b) Voted **against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
15	64000	100%

(c) Invalid votes:

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

- Or Voting through remote e-voting or voting at EOGM through VC/OAVM.

E. List of equity shareholders who voted "FOR" and "AGAINST" each resolution is enclosed.

F. It is to be noted that:

1. The votes cast does not include abstained votes.
2. All the aforesaid resolutions were passed with requisite majority.

G. All relevant records are given to the Company Secretary authorized by the Board for safe keeping.

Thanking you,  
Yours faithfully,

For M/s. BMB & Associates,  
Practicing Company Secretaries



Mehul B. Bambhroliya  
Proprietor  
ACS No. 28191/ CP No. 10198  
PRC No. 2456/2022

Place: Mumbai  
Date: 05/05/2023  
UDIN: A028191E000262161

For A B Infrabuild Limited



Amit Bholanath Mishra  
Managing Director  
DIN: 03388129

Place: Mumbai  
Date: 05/05/2023