



April 03, 2026

To  
**BSE Limited**  
Corporate Relationship Dept.,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai 400001.

To  
**National Stock Exchange of India Ltd**  
Exchange Plaza, Plot No. C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (East), Mumbai 400 051.

**Scrip Code: 544280**

**Symbol: AFCONS**

**Sub: Voting Results of Postal Ballot**

**Ref: Regulation 44(3) of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") including any statutory modification(s) or re-enactment thereof for the time being in force and applicable circulars issued by Ministry of Corporate Affairs, the Company conducted the Postal Ballot (through remote e-voting) for seeking the approval of the Members on the following item:

<b>Sr. No.</b>	<b>Description of special business matters</b>	<b>Type of resolution</b>
1	Material Related Party Transaction(s) of the Afcons Infrastructure Limited with Shapoorji Pallonji Mideast LLC, Promoter Group Company.	Ordinary

**Pursuant to the provisions of Regulation 44(3) of the Listing Regulations, please find enclosed Voting Results and Report of the Scrutinizer, issued by Mr. Mitesh Dhabliwala from M/s. Parikh Parekh & Associates, Practising Company Secretaries.**

The aforesaid resolution has been passed with requisite majority on **April 03, 2026** which was the last date of remote e-voting provided for Postal Ballot.

Kindly take the same on record.

Thanking you,  
Yours faithfully,  
**For Afcons Infrastructure Limited**

\_\_\_\_\_  
**Gaurang Parekh**  
**Company Secretary and Compliance Officer**  
**Membership No.: F8764**

April 03, 2026

To,

**Afcons Infrastructure Limited**

Afcons House, 16 Shah Industrial Estate,  
Veera Desai Road, Azadnagar P.O  
Andheri (West), Mumbai -400053

**Kind Attn:** Mr. Gaurang Parekh

Sub.: Report on Postal Ballot Voting of Afcons Infrastructure Limited.

Dear Sir,

I refer to my appointment as Scrutinizer to conduct the postal ballot process in respect of the Ordinary Resolution:

1. Material Related Party Transaction(s) of the Afcons Infrastructure Limited with Shapoorji Pallonji Mideast LLC, Promoter Group Company.

I now enclose the following:

- a) My report to the Chairman of the Company on the result of the postal ballots received from shareholders only through the electronic voting process (remote e-voting).
- b) The register showing the particulars of the e-votes registered on National Securities Depository Limited ("NSDL") e-voting system in respect of the said Resolution.

Thanking you.

Yours faithfully,

MITESH DILIP Digitally signed by MITESH  
DILIP DHABLIWALA  
DHABLIWALA Date: 2026.04.03 18:25:57  
+05'30'

Mitesh Dhabliwala  
Parikh Parekh & Associates  
Encl.: As above.

To,  
The Chairman  
**Afcons Infrastructure Limited**  
Afcons House, 16 Shah Industrial Estate,  
Veera Desai Road, Azadnagar P.O  
Andheri (West), Mumbai –400053

**Report of Scrutinizer**

I, Mitesh Dhaliwala, of Parikh Parekh & Associates, Practising Company Secretaries (Membership No. FCS 8331 CP 9511), having my office at 111, 11th Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai - 400053, have been appointed as the Scrutinizer to conduct the Postal ballot through electronic voting process (“remote e-voting”) in respect of the following Ordinary Resolution:

1. Material Related Party Transaction(s) of the Afcons Infrastructure Limited with Shapoorji Pallonji Mideast LLC, Promoter Group Company.

Pursuant to the Postal Ballot Notice dated February 27, 2026, issued under Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) (including any statutory modification or re-enactment thereof for the time being in force) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the “Rules”), as amended from time to time, read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 read with other relevant circulars including General Circular 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (“MCA”) (hereinafter collectively referred to as “MCA Circulars”) and other applicable laws and regulations along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolutions, as confirmed by the Company, was sent, via e-mail only to the Members whose names appeared in the Register of Members / List of Beneficial Owners as received from Depositories and whose e-mail addresses were registered with the Company/ Depositories.

The Company had availed the e-voting facility offered by National Securities Depository Limited (“NSDL”) for conducting remote e-voting by the shareholders of the Company.

The shareholders of the Company holding shares as on the “cut-off” date of Friday, February 27, 2026 were entitled to vote on the resolution as contained in the Notice.

The voting period for remote e-voting commenced on Thursday, March 05, 2026 at 09:00 a.m. (IST) and ended on Friday, April 03, 2026 at 05:00 p.m. (IST) and the NSDL e-voting module was disabled thereafter.

The votes cast under remote e-voting facility were thereafter unblocked.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the NSDL e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolution contained in the notice of Postal Ballot.

My responsibility as scrutinizer for the voting on postal ballot through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said Resolution.

I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote e-voting process in respect of the said Resolution as under:

**Resolution 1: Ordinary Resolution****Material Related Party Transaction(s) of the Afcons Infrastructure Limited with Shapoorji Pallonji Mideast LLC, Promoter Group Company.**(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
992	12,32,81,945	99.9879

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

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
72	14,892	0.0121

(iii) **Invalid** votes:

Number of members voted	Number of invalid votes cast (Shares)
NIL	NIL

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 MITESH DILIP  
 DHABLIWALA  
 Date: 2026.04.03  
 18:26:22 +05'30'

Signature: MITESH DILIP  
 DHABLIWALA  
 Name: Mitesh Dhabliwala  
 Scrutinizer  
 FCS: 8331 CP: 9511  
 UDIN: F008331H000012753  
 P/R No. 6389/2025

Date: April 03, 2026

Place: Mumbai

**Countersigned by:****For Afcons Infrastructure Limited**

Digitally signed by  
 GAURANG  
 MAHESHCHANDRA  
 PAREKH  
 NDRA PAREKH  
 Date: 2026.04.03 18:41:23  
 +05'30'

**Gaurang Parekh****Company Secretary & Compliance Officer****M. No.: F8764**



### Voting results of the Postal ballot pursuant to Regulation 44(3) of the SEBI Listing Regulations

Particulars	Details
Deemed date of the approval of Postal Ballot Resolution	<b>April 03, 2026</b>
Record date (cut-off date)	<b>February 27, 2026</b>
Total number of shareholders on cut-off date	<b>243147</b>
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	<b>Not Applicable</b>
b) Public	<b>Not Applicable</b>
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	<b>Not Applicable</b>
b) Public	<b>Not Applicable</b>
<b>No. of resolution passed in the meeting</b>	<b>1</b>

Resolution Required: Ordinary		Material Related Party Transaction(s) of the Afcons Infrastructure Limited with Shapoorji Pallonji Mideast LLC, Promoter Group Company.						
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	184506596	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	117235824	101865131	86.8891	101865131	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>101865131</b>	<b>86.8891</b>	<b>101865131</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	66042211	21431706	32.4515	21416814	14892	99.9305	0.0695
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>21431706</b>	<b>32.4515</b>	<b>21416814</b>	<b>14892</b>	<b>99.9305</b>	<b>0.0695</b>
<b>Total</b>		<b>367784631</b>	<b>123296837</b>	<b>33.5242</b>	<b>123281945</b>	<b>14892</b>	<b>99.9879</b>	<b>0.0121</b>