



February 10, 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:

Sr. No.	Description of special business matters	Type of resolution
1	Material Related Party Transaction(s) between Afcons Construction Mideast LLC, wholly owned subsidiary of the Company and Shapoorji Pallonji Mideast LLC, subsidiary company of the Promoter Company of Afcons Infrastructure Limited	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 **February 10, 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

February 10, 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 following Ordinary Resolution:

1. Material Related Party Transaction(s) between Afcons Construction Mideast LLC, wholly owned subsidiary of the Company and Shapoorji Pallonji Mideast LLC, subsidiary company of the Promoter Company of Afcons Infrastructure Limited.

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 Dhabliwala
Digitally signed by
Mitesh Dilip Dhabliwala
Date: 2026.02.10
19:07:57 +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), 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) between Afcons Construction Mideast LLC, wholly owned subsidiary of the Company and Shapoorji Pallonji Mideast LLC, subsidiary company of the Promoter Company of Afcons Infrastructure Limited.

Pursuant to the Postal Ballot Notice dated January 08, 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, January 02, 2026 were entitled to vote on the resolution as contained in the Notice.

The voting period for remote e-voting commenced on Monday, January 12, 2026 at 09:00 a.m. (IST) and ended on Tuesday, February 10, 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) between Afcons Construction Mideast LLC, wholly owned subsidiary of the Company and Shapoorji Pallonji Mideast LLC, subsidiary company of the Promoter Company of Afcons Infrastructure Limited.

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

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
1,097	11,91,34,723	96.3403

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

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
64	45,25,544	3.6597

(iii) **Invalid** votes:

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

Signature: **Mitesh Dilip Dhabliwala**
 Digitally signed by Mitesh Dilip Dhabliwala
 Date: 2026.02.10 19:08:44 +05'30'

Name: Mitesh Dhabliwala
 Scrutinizer
 FCS: 8331 CP: 9511
 UDIN: F008331G003910746
 P/R No. 6389/2025

Date: February 10, 2026

Place: Mumbai

**Countersigned by:
 For Afcons Infrastructure Limited**

GAURANG MAHESHCHANDRA PAREKH
 Digitally signed by GAURANG MAHESHCHANDRA PAREKH
 Date: 2026.02.10 19:35:15 +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	February 10, 2026
Record date (cut-off date)	January 02, 2026
Total number of shareholders on cut-off date	246831
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	Not Applicable
b) Public	Not Applicable
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	Not Applicable
b) Public	Not Applicable
No. of resolution passed in the meeting	1

Resolution Required: Ordinary			Material Related Party Transaction(s) between Afcons Construction Mideast LLC, wholly owned subsidiary of the Company and Shapoorji Pallonji Mideast LLC, subsidiary company of the Promoter Company of Afcons Infrastructure Limited.					
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
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	115413728	102086284	88.4525	97571402	4514882	95.5774	4.4226
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		102086284	88.4525	97571402	4514882	95.5774	4.4226
Public Non Institutions	E-Voting	67864307	21573983	31.7899	21563321	10662	99.9506	0.0494
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		21573983	31.7899	21563321	10662	99.9506	0.0494
Total		367784631	123660267	33.6230	119134723	4525544	96.3403	3.6597