

Date: 30th September, 2019

The Secretary,
Bombay Stock Exchange Limited,
New Trading Wing,
Rotunda Building,
P J Tower, Dalal Street,
Mumbai-400 001

The Manager,
National Stock Exchange of India Limited,
Exchange Plaza, C-1, Block "G",
5th floor, BandraKurla Complex,
Bandra East,
Mumbai-400 051

Sir

Voting Results of 24th Annual General Meeting

Please note that the shareholders of the Company in the 24th Annual General Meeting (AGM) held on 28th September 2019 at Asia-Pacific Institute of Management, 3 & 4 Institutional Area, Jasola Opposite Sarita Vihar, New Delhi- 110025 had approved the following resolutions with requisite majority, as detailed in the AGM Notice dated 29th August, 2019:

1. (a) Adoption of Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2019 and the Reports of the Board of Directors and Auditors thereon.
(b) Adoption of Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2019 and the Reports of Auditors thereon.
2. Re-appointment of Mr. Anjaneer Kumar Lakhotia (DIN: 00357695), who retires by rotation.
3. Ratification of the remuneration payable to M/s Dipak Lal & Associates, Cost Accountants as Cost Auditors of the Company for the financial year 2019-20.
4. Issuance and allotment of securities.

The Company had availed remote e-voting facility of National Securities Depository Limited (NSDL). The remote e-voting period commenced on Wednesday, 25th September, 2019 (9:00 a.m.) and ended on Friday, 27th September, 2019 (5:00 pm) and was forthwith blocked by NSDL. At the meeting 58 number of members were present in person and 9 members in Proxy. The Chairman after discussing the aforesaid resolutions allowed voting by Ballot papers to all those members who were present at the meeting and whose names appeared in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on cut-off date i.e. 21st September, 2019 but had not cast their votes by availing remote e-voting facility. The same was conducted as per the prescribed procedure in presence of the Scrutinizer, M/s Anjali Yadav & Associates, Practicing Company Secretaries. The Scrutinizer immediately after the conclusion of the voting through Ballot Papers, first counted the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in presence of two witnesses not in employment of the Company. The Consolidated Scrutinizer Report dated 28th September, 2019 ("Scrutinizer Report") of the total votes casted in favour or against

MBL Infrastructures Ltd.

Registered & Corporate Office : Baani Corporate One, Suite no. 308, 3rd Floor, Plot No. 5, Commercial Centre, Jasola, New Delhi-110 025
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through remote e-voting and ballot process, was submitted to Mr. Anjaneer Kumar Lakhota, Chairman and Managing Director of the Company, who had counter signed the Scrutinizer Report, providing particulars of votes casted in respect of each resolution is enclosed as an **Annexure A.**

In terms of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the details of the voting results of the meeting is also enclosed as an **Annexure B.**

Thanking you,

Yours faithfully,

For MBL Infrastructures Ltd.



Anubhav Maheshwari
Company Secretary

Encl: a/a

Anjali Yadav - A

COMBINED SCRUTINIZER'S REPORT

To,
The Chairman & Managing Director
24thAnnual General Meeting of the Members of
MBL Infrastructures Ltd,
Baani Corporate One Tower, Suite no. 308, 3rd Floor,
Plot No. 5, Jasola, New Delhi- 110025.

Dear Sir,

Sub. :Consolidated Report of the Scrutinizer on remote e-Voting and Voting through Ballot Papers conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended by Companies (Management & Administration) Rules, 2015 and further amended by Companies (Management & Administration) Rules, 2016 at the 24thAnnual General Meeting of MBL Infrastructures Ltd. held on Saturday, the 28th day of September, 2019at 02:30 P.M. at Asia-Pacific Institute of Management, 3 & 4 Institutional Area, Jasola, opposite Sarita Vihar, New Delhi- 110025.

1. I, Anjali Yadav of M/s Anjali Yadav & Associates, Practicing Company Secretaries (Membership No. FCS 6628, C.P. No. 7257) was appointed as Scrutinizer by

- (i) The Board of Directors of MBL Infrastructures Ltd. (the Company)for the purpose of scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended by Companies (Management & Administration) Rules, 2015and further amended by (Management & Administration) Rules, 2016 and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

And

- (ii) For the purpose of Scrutinizing voting through Ballot paper at the Annual General Meeting on the resolution(s) contained in the Notice dated 29th August, 2019of the 24thAnnual General Meeting of the Company, held on Saturday, the 28th Day of September, 2019 at 2:30 P.M. at Asia-Pacific Institute of Management, 3 & 4 Institutional Area, Jasola, Opposite Sarita Vihar, New Delhi- 110025.



2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting by Ballot papers on the resolution(s) contained in the Notice to the 24th Annual General Meeting of the members of the Company. Our responsibility as a Scrutinizer for the remote e-voting process and for voting through Ballot papers at the 24th Annual General Meeting is restricted to make a Scrutinizer's report of the votes cast "in favor" or "against" the resolution(s) stated in notice of the 24th Annual General Meeting, based on the report generated from the remote e-voting system provided by National Securities Depository Limited (NSDL) and Ballot papers conducted at the venue of Annual General Meeting.
3. The members of the Company holding shares as on the "cut off" date i.e. 21st September, 2019 were entitled to vote on the resolution(s) as contained in the notice of the 24th Annual General Meeting.
4. The Company has made arrangements with NSDL for providing a system of voting of the members electronically through remote e-voting.
5. The Company has also provided voting facility to the members who were present at the 24th Annual General Meeting and who had not already cast their vote through remote e-voting facility to vote through Ballot papers.
6. The voting period for remote e - voting commenced on Wednesday, 25th September, 2019 at 9.00 A.M. and ended on Friday, 27th September, 2019 at 5.00 P.M.
7. After conclusion of voting by ballot papers at the Annual General Meeting, the votes casted thereat were counted, where after the votes cast under remote e-voting facility were unblocked by me in the presence of two witness, (1) Mr. Mohit Jain , S/o Mr. Virendra Kumar , R/o B-72/A , Shakarpur, Delhi - 110092 (2) Mr. Kuldeep Dahiya, S/o Mr. Virender Dahiya, R/o Village – Badhkhalsa, P.O. Rai, Sonapat, Haryana – 131029 who were not in the employment of the Company.
8. As requested by management, I submit herewith Consolidated Scrutinizers' Report on the results of e-voting together with that of voting through Ballot paper, stating total votes, invalid votes, votes on favour of the Resolution(s) (No. & %) and votes against the Resolution(s) (No.& %) as under:-
9. Related Party excluded from the voting on Resolution No. 2 of the Notice of the 24th Annual General Meeting of the Company.
10. The electronic data, ballot papers and all other relevant records relating to Remote e-voting and ballot process is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman consider approves and signs the minutes of Annual General Meeting.



Thanking You,

Yours faithfully

Anjali Yadav

CS Anjali Yadav

(Scrutinizer)

C.P. No. 7257

Membership No. FCS 6628



Place: New Delhi

Date: 28th September, 2019

Mohit Jain

Witness 1:

Mr. Mohit Jain

S/o Mr. Virendra Kumar,

R/o B-72/A

Shakarpur

Delhi-110092

Kuldeep Dahiya

Witness 2:

Mr. Kuldeep Dahiya

S/o Mr. Virender Dahiya

R/o Village - Badhkhalsa

P.O. Rai,

Sonepat, Haryana-131029

Counter Signed by

For MBL Infrastructures Ltd.

Anjaneer Kumar

(Anjaneer Kumar Lakhotia)

Chairman & Managing Director

Particulars	No. of members voted through Remote E-voting	No. of Remote E-votes casted	No. of members Voted through Ballot papers	Total No. Votes casted by Ballot papers	Total No. of Votes cast through Remote E-voting and Ballot Papers	%of total number of valid Votes cast
	1	2	3	4	5= (2+4)	6
Agenda:1 (a)						
To consider and adopt the Standalone Financial Statements for the financial year ended 31st March, 2019. (Ordinary Resolution)						
Votes in favour of Resolution	42	69680035	37	536646	70216681	99.99
Votes against the Resolution	10	816	0	0	816	0.01
Total	52	69680851	37	536646	70217497	100
Particulars	No. of members voted through Remote E-voting	No. of Remote E-votes casted	No. of members Voted through Ballot papers	Total No. Votes casted by Ballot papers	Total No. of Votes cast through Remote E-voting and Ballot Papers	%of total number of valid Votes cast
	1	2	3	4	5= (2+4)	6
Agenda:1 (b)						
To consider and adopt the Consolidated Financial Statements for the financial year ended 31st March, 2019 (Ordinary Resolution)						
Votes in favour of Resolution	42	69680035	37	536646	70216681	99.99
Votes against the Resolution	10	816	0	0	816	0.01
Total	52	69680851	37	536646	70217497	100



Particulars	No. of members voted through Remote E-voting	No. of Remote E-votes cast	No. of members Voted through Ballot papers	Total No. Votes casted by Ballot papers	Total No. of Votes cast through Remote E-voting and Ballot Papers	%of total number of valid Votes cast
	1	2	3	4	5= (2+4)	6
Agenda:2						
Re- appointment of Mr. Anjaneer Kumar Lakhotia (DIN: 00357695) as Director of the Company. (Ordinary Resolution)						
Votes in favour of Resolution	36*	56320973	37	536646	56857619	99.99
Votes against the Resolution	12	876	0	0	876	0.01
Total	12	56321849	37	536646	56858495	100

* Excludes Interested Party



Particulars	No. of members voted through Remote E-voting	No. of Remote E-votes casted	No. of members Voted through Ballot papers	Total No. Votes casted by Ballot papers	Total No. of Votes cast through Remote E-voting and Ballot Papers	%of total number of valid Votes cast
	1	2	3	4	5= (2+4)	6
Agenda:3						
To Ratify the remuneration of Cost Auditors of the Company. (Ordinary Resolution)						
Votes in favour of Resolution	38	69679689	37	536646	70216335	99.98
Votes against the Resolution	12	876	0	0	876	0.02
Total	50	69680565	37	536646	70217211	100



Particulars	No. of members voted through Remote E-voting	No. of Remote E-votes casted	No. of members Voted through Ballot papers	Total No. Votes casted by Ballot papers	Total No. of Votes cast through Remote E-voting and Ballot Papers	%of total number of valid Votes cast
	1	2	3	4	5= (2+4)	6
Agenda:4						
To Issue and allot securities. (Special Resolution)						
Votes in favour of Resolution	41	69679809	37	536646	70216455	99.98
Votes against the Resolution	9	756	0	0	756	0.02
Total	50	69680565	37	536646	70217211	100



Annexure-13

Date of AGM	28th September, 2019
Total number of shareholders on record date i.e. 21.09.2019	20020
No. of shareholders present in the meeting either in person or through proxy: TOTAL	
Promoters and Promoter Group:	9
Public:	58
No. of shareholders attended the meeting through video conferencing: Promoters and Promoter Group	NA
Public	

Agenda 1
To consider and adopt the (a) Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2019 and the Report of the Board of Directors and Auditors thereon (b) Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2019 and the Report of Auditors thereon.

Resolution required- Ordinary/Special		Ordinary Resolution						
Whether Promoter/Promoter group are interested in the agenda/resolution		No						
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes- in favour (4)	No. of Votes-against (5)	%of Votes in favour on votes polled (6)=[(4)/(2)]*100	%of Votes against on votes polled
Promoter and Promoter Group	E-voting	71741909	68293177	95.19	68293177	0	100.00	0.00
	Poll/Ballot		40416	0.06	40416	0	100.00	0.00
	Total		68333593	95.25	68333593	0	100.00	0.00
Public Institutions	E-voting	59237	-	-	-	-	-	-
	Poll/Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	32953478	1386858	4.21	1386042	816	99.94	0.06
	Poll/Ballot		496230	1.51	496230	0	100.00	0.00
	Total		1883088	5.71	1882272	816	99.96	0.04
Total		104754624	70216681	67.03	70215865	816	99.989	0.001



Annexure-13

Agenda 2								
Re- appointment of Mr. Anjaneer Kumar Lakhota (DIN: 00357695) as Director of the Company who is liable to retire by rotation								
Resolution required- Ordinary/Special				Ordinary Resolution				
Whether Promoter/Promoter group are interested in the agenda/resolution				Yes				
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes- in favour (4)	No. of Votes-against (5)	%of Votes in favour on votes polled (6)=[(4)/(2)]*100	%of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting*	71741909	54934461	76.57	54934461	0	100.00	0.00
	Poll/Ballot*		40416	0.06	40416	0	100.00	0.00
	Total		54974877	76.63	54974877	0	100.00	0.00
Public Institutions	E-voting	59237	-	-	-	-	-	-
	Poll/Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	32953478	1386512	4.21	1385636	876	99.94	0.06
	Poll/Ballot		496230	1.51	496230	0	100.00	0.00
	Total		1882742	5.71	1881866	876	99.95	0.05
Total		104754624	56857619	54.28	56856743	876	99.998	0.002

*Excludes votes of Interested party



Agenda 3 To ratify the remuneration of Cost Auditors of the Company								
Resolution required- Ordinary/Special				Ordinary Resolution				
Whether Promoter/Promoter group are interested in the agenda/resolution				No				
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes- in favour (4)	No. of Votes-against (5)	%of Votes in favour on votes polled (6)=[(4)/(2)]*100	%of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	71741909	68293177	95.19	68293177	0	100.00	0.00
	Poll/Ballot		40416	0.06	40416	0	100.00	0.00
	Total		68333593	95.25	68333593	0	100.00	0.00
Public Institutions	E-voting	59237	-	-	-	-	-	-
	Poll/Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	32953478	1386512	4.21	1385696	816	99.94	0.06
	Poll/Ballot		496230	1.51	496230	0	100.00	0.00
	Total		1882742	5.71	1881926	816	99.96	0.04
Total		104754624	70216335	67.03	70215519	816	99.989	0.001



Agenda 4 To issue and allot securities								
Resolution required- Ordinary/Special				Special Resolution				
Whether Promoter/Promoter group are interested in the agenda/resolution				No				
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes- in favour (4)	No. of Votes-against (5)	%of Votes in favour on votes polled (6)=[(4)/(2)]*100	%of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	71741909	68293177	95.19	68293177	0	100.00	0.00
	Poll/Ballot		40416	0.06	40416	0	100.00	0.00
	Total		68333593	95.25	68333593	0	100.00	0.00
Public Institutions	E-voting	59237	-	-	-	-	-	-
	Poll/Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	32953478	1386632	4.21	1385816	816	99.94	0.06
	Poll/Ballot		496230	1.51	496230	0	100.00	0.00
	Total		1882862	5.71	1882046	816	99.96	0.04
Total		104754624	70216455	67.03	70215639	816	99.989	0.001

