

**SEIL/Sec./SE/2024-25/106****March 31, 2025**

The Manager  
Listing Department  
National Stock Exchange of India Ltd  
Exchange Plaza, Bandra Kurla Complex  
Bandra (East), MUMBAI 400 051  
Fax # 022-2659 8237/8238/8347/8348

The Secretary  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street  
MUMBAI 400 001  
Fax # 022-2272 3121/2037/2039

**Symbol: SCHNEIDER****Scrip Code No. 534139****Sub: Disclosure of Voting Results - Postal Ballot Notice dated February 11, 2025**

Dear Sir/Madam,

In furtherance to our letter no. SEIL/Sec./SE/2024-25/99, regarding Postal Ballot Notice dated February 11, 2025 ("Postal Ballot Notice"), it is hereby informed that resolutions as proposed in the Postal Ballot Notice have been passed by the shareholders by remote e-voting process with requisite majority, on Sunday, March 30, 2025 (last date of remote e-voting).

In this regard, please find enclosed herewith:

1. Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Report of Scrutinizer dated March 31, 2025.

The voting results along with the scrutinizer's report will also be made available on the website of the Company at <https://infra-in.se.com/>.

This is for your information and records.

Thanking you,  
Yours Sincerely,

**For Schneider Electric Infrastructure Limited**

**(Sumit Goel)**  
**Company Secretary & Compliance Officer**

Encl: As above

CC:

**National Securities Depository Ltd.**  
3rd Floor, Naman Chamber,  
Plot C-32, G-Block,  
Bandra Kurla Complex  
Bandra, Mumbai, Maharashtra - 400051

**Central Depository Services (India) Ltd.**  
25<sup>th</sup> Floor, Marathon Futurex,  
N M Joshi Marg, Lower Parel (East),  
Mumbai - 400013

## SCHNEIDER ELECTRIC INFRASTRUCTURE LIMITED

### Voting Results of Postal Ballot

**Details of Postal Ballot and remote e-voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:**

Date of the Postal Ballot	30-03-2025
Total number of shareholders on Cut-off date i.e. February 21, 2025	1,13,573
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group: Public:	NA
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group: Public:	NA

**1. Special Resolution: To consider and approve providing loan/financing assistance to the Company's employees to subscribe to Schneider Electric SE's shares and granting employer matching shares to the Company's employees under Schneider Electric SE's Worldwide Employee Share Ownership Plan 2025**

Whether promoter/ promoter group are interested in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	17,93,28,026	17,93,28,026	100.0000	17,93,28,026	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	<b>Total</b>		<b>17,93,28,026</b>	<b>100.0000</b>	<b>17,93,28,026</b>	<b>-</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-voting	1,49,11,498	1,08,62,194	72.8444	68,86,268	39,75,926	63.3967	36.6033
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	<b>Total</b>		<b>1,08,62,194</b>	<b>72.8444</b>	<b>68,86,268</b>	<b>39,75,926</b>	<b>63.3967</b>	<b>36.6033</b>
Public-Non Institutions	E-voting	4,48,64,511	2,51,731	0.5611	1,85,303	66,428	73.6115	26.3885
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	<b>Total</b>		<b>2,51,731</b>	<b>0.5611</b>	<b>1,85,303</b>	<b>66,428</b>	<b>73.6115</b>	<b>26.3885</b>
<b>Total</b>		<b>23,91,04,035</b>	<b>19,04,41,951</b>	<b>79.6482</b>	<b>18,63,99,597</b>	<b>40,42,354</b>	<b>97.8774</b>	<b>2.1226</b>

**2. Ordinary Resolution: To consider and approve Material Related Party Transaction(s) between the Company and Schneider Electric IT Business India Private Limited**

Whether promoter/ promoter group are interested in the Agenda/resolution							YES	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	17,93,28,026	-	0.0000	-	-	0.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	<b>Total</b>		<b>-</b>	<b>0.0000</b>	<b>-</b>	<b>-</b>	<b>0.0000</b>	<b>0.0000</b>
Public-Institutions	E-voting	1,49,11,498	1,08,62,194	72.8444	1,03,17,492	5,44,702	94.9853	5.0147
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	<b>Total</b>		<b>1,08,62,194</b>	<b>72.8444</b>	<b>1,03,17,492</b>	<b>5,44,702</b>	<b>94.9853</b>	<b>5.0147</b>
Public-Non Institutions	E-voting	4,48,64,511	2,51,952	0.5616	1,93,008	58,944	76.6051	23.3949
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	<b>Total</b>		<b>2,51,952</b>	<b>0.5616</b>	<b>1,93,008</b>	<b>58,944</b>	<b>76.6051</b>	<b>23.3949</b>
<b>Total</b>		<b>23,91,04,035</b>	<b>1,11,14,146</b>	<b>4.6482</b>	<b>1,05,10,500</b>	<b>6,03,646</b>	<b>94.5687</b>	<b>5.4313</b>

**3. Ordinary Resolution: To consider and approve Material Related Party Transaction(s) between the Company and Schneider Electric India Private Limited**

Whether promoter/ promoter group are interested in the Agenda/resolution							YES	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	17,93,28,026	-	0.0000	-	-	0.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	<b>Total</b>		<b>-</b>	<b>0.0000</b>	<b>-</b>	<b>-</b>	<b>0.0000</b>	<b>0.0000</b>
Public-Institutions	E-voting	1,49,11,498	1,08,62,194	72.8444	1,08,62,194	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	<b>Total</b>		<b>1,08,62,194</b>	<b>72.8444</b>	<b>1,08,62,194</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Non Institutions	E-voting	4,48,64,511	2,51,696	0.5610	1,92,659	59,037	76.5443	23.4557
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	<b>Total</b>		<b>2,51,696</b>	<b>0.5610</b>	<b>1,92,659</b>	<b>59,037</b>	<b>76.5443</b>	<b>23.4557</b>
<b>Total</b>		<b>23,91,04,035</b>	<b>1,11,13,890</b>	<b>4.6481</b>	<b>1,10,54,853</b>	<b>59,037</b>	<b>99.4688</b>	<b>0.5312</b>

**4. Ordinary Resolution: To consider and approve Material Related Party Transaction(s) between the Company and Schneider Electric Industries SAS**

Whether promoter/ promoter group are interested in the Agenda/resolution							YES	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	17,93,28,026	-	0.0000	-	-	0.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	<b>Total</b>		<b>-</b>	<b>0.0000</b>	<b>-</b>	<b>-</b>	<b>0.0000</b>	<b>0.0000</b>
Public-Institutions	E-voting	1,49,11,498	1,08,62,194	72.8444	1,08,62,194	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	<b>Total</b>		<b>1,08,62,194</b>	<b>72.8444</b>	<b>1,08,62,194</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Non Institutions	E-voting	4,48,64,511	2,51,696	0.5610	1,92,567	59,129	76.5078	23.4922
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	<b>Total</b>		<b>2,51,696</b>	<b>0.5610</b>	<b>1,92,567</b>	<b>59,129</b>	<b>76.5078</b>	<b>23.4922</b>
<b>Total</b>		<b>23,91,04,035</b>	<b>1,11,13,890</b>	<b>4.6481</b>	<b>1,10,54,761</b>	<b>59,129</b>	<b>99.4680</b>	<b>0.5320</b>

# SANJAY GROVER & ASSOCIATES

## COMPANY SECRETARIES

---

B-88, 1<sup>ST</sup> Floor, Defence Colony, New Delhi – 110 024  
Tel.: (011) 4679 0000, Fax: (011) 4679 0012  
e-mail: [contact@cssanjaygrover.in](mailto:contact@cssanjaygrover.in)  
Website: [www.cssanjaygrover.in](http://www.cssanjaygrover.in)

### Scrutinizer's Report

[Pursuant to Section 108 and 110 of the Companies Act, 2013, Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with General Circulars issued by the Ministry of Corporate Affairs from time to time and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,

The Chairperson/ Company Secretary

**SCHNEIDER ELECTRIC INFRASTRUCTURE LIMITED**

(CIN: L31900GJ2011PLC064420)

Milestone 87, Vadodara, Halol Highway, Village Kotambi,

Post office Jarod, Vadodara, Gujarat-391510

Dear Sir,

I, Kapil Dev Taneja (FCS No. 4019, C.P. No.: 22944), Partner of M/s Sanjay Grover & Associates, Company Secretaries, having office at B-88, First Floor, Defence Colony, New Delhi-110024, have been appointed as Scrutinizer by the Board of Directors of Schneider Electric Infrastructure Limited ('the Company') on February 11, 2025 for the purpose of scrutinizing the voting of Postal Ballot process through e-voting in a fair and transparent manner under the provisions of Sections 108 and 110 of the Companies Act, 2013 ('the Act') read with the Companies (Management and Administration) Rules, 2014 ('Rules') and read with General Circular No. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 03/2022, 11/2022, 09/2023 and 09/2024 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020, June 15, 2020, September



## SANJAY GROVER & ASSOCIATES

28, 2020, December 31, 2020, June 23, 2021, December 08, 2021, May 05, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 respectively ('**MCA Circulars**') and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**Listing Regulations**'), Secretarial Standard–2 on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the following resolution(s) as mentioned in the Notice of Postal Ballot dated February 11, 2025 ('**Notice**')

Sr. No.	Type of Resolution	Particulars
1.	Special Resolution	To consider and approve providing loan/financing assistance to the Company's employees to subscribe to Schneider Electric SE's shares and granting employer matching shares to the Company's employees under Schneider Electric SE's Worldwide Employee Share Ownership Plan 2025
2.	Ordinary Resolution	To consider and approve Material Related Party Transaction(s) between the Company and Schneider Electric IT Business India Private Limited
3.	Ordinary Resolution	To consider and approve Material Related Party Transaction(s) between the Company and Schneider Electric India Private Limited
4.	Ordinary Resolution	To consider and approve Material Related Party Transaction(s) between the Company and Schneider Electric Industries SAS



## SANJAY GROVER & ASSOCIATES

### I submit my report as under:

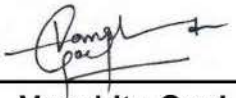
1. As informed by the Company, Postal Ballot Notice along with explanatory statement under section 102 of the Companies Act, 2013 and remote e-voting instructions were sent to all those Members, whose e-mail address were registered with the Company or Registrar and Share Transfer Agent ('RTA') i.e. CB Management Service Private Limited, or with their respective Depository Participants ('DP') and whose names appeared in the Register of Members of the Company/ List of Beneficial Owners as maintained by the Depositories as on February 21, 2025 ('Cut-off Date').
2. The management of the Company is responsible to ensure compliance with the requirements of the Act and the Rules thereof including MCA Circulars/ Listing Regulations in respect of the resolutions contained in the Postal Ballot Notice including dispatch of notice to the Members. My responsibilities as Scrutinizer is restricted to make and submit a Scrutinizer's Report of the votes cast by the members in 'Favour' or 'Against' the resolutions contained in the Postal Ballot Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ('NSDL').
3. The Company has published an advertisement on March 01, 2025 regarding service of Postal Ballot Notice to eligible Members in English language newspaper "The Financial Express", in vernacular newspaper "The Financial Express (Gujarati Version)" and "Gujarat Samachar".
4. The Members of the Company holding equity shares as on Cut-off date were entitled to vote on the resolutions as contained in the Postal Ballot Notice and could vote through remote e-voting facility in compliance of the MCA Circulars. Members were provided with the facility to cast their votes on the designated platform of NSDL viz. <https://www.evoting.nsdl.com/> ('website').



## SANJAY GROVER & ASSOCIATES

5. The remote e-voting commenced on Saturday, March 01, 2025, at 09:00 A.M. (IST) and ended on Sunday, March 30, 2025, at 5:00 P.M. (IST). Further, the remote e-voting process was monitored through the Scrutinizer's secured link provided by NSDL through its website.
6. The remote e-voting was unblocked on March 30, 2025 after 05:00 P.M. (IST) in the presence of two witnesses i.e. Mr. Ayush Arya and Ms. Vanshita Goel who were not in the employment of the Company and have signed below:

  
\_\_\_\_\_  
**Ayush Arya**

  
\_\_\_\_\_  
**Vanshita Goel**

7. The particulars of remote e-voting report generated from electronic registry of NSDL have been entered in a separate register maintained for this purpose. E-votes cast upto 05:00 P.M. (IST) on March 30, 2025 are considered for the purpose of this report.
8. The remote e-voting was scrutinized and reconciled with the register of members/records of the Company as on cut- off date as maintained by RTA of the Company.
9. The total paid-up share capital of the Company as on Cut-off date i.e. Friday, February 21, 2025 was INR 47,82,08,070/- (Indian Rupees Forty Seven Crore Eighty Two Lakh Eight Thousand and Seventy Only) divided into 23,91,04,035 (Twenty Three Crore Ninety One Lakh Four Thousand and Thirty Five Only) equity shares of INR 2/- (Indian Rupees Two Only) each.
10. The result of the remote e-voting in respect of the resolution contained in the Postal Ballot Notice is as under:



## SANJAY GROVER & ASSOCIATES

1. To consider and approve providing loan/financing assistance to the Company's employees to subscribe to Schneider Electric SE's shares and granting employer matching shares to the Company's employees under Schneider Electric SE's Worldwide Employee Share Ownership Plan 2025

Particulars	Special Resolution			Percentage
	Number of Valid Votes			
	Remote e-Voting	Postal Ballot	Total	
<b>Assent</b>	18,63,99,597	NA	18,63,99,597	97.88
<b>Dissent</b>	40,42,354		40,42,354	2.12
<b>Total</b>	19,04,41,951		19,04,41,951	100

The detailed break up of voting through remote e-voting in respect of the above Resolution is attached to this report and marked as 'Annexure A'.

2. To consider and approve Material Related Party Transaction(s) between the Company and Schneider Electric IT Business India Private Limited

Particulars	Ordinary Resolution			Percentage
	Number of Valid Votes			
	Remote e-Voting	Postal Ballot	Total	
<b>Assent</b>	1,05,10,500	NA	1,05,10,500	94.57
<b>Dissent</b>	6,03,646		6,03,646	5.43
<b>Total</b>	1,11,14,146		1,11,14,146	100

The detailed break up of voting through remote e-voting in respect of the above Resolution is attached to this report and marked as 'Annexure B'.



**SANJAY GROVER & ASSOCIATES**

**3. To consider and approve Material Related Party Transaction(s) between the Company and Schneider Electric India Private Limited**

Particulars	Ordinary Resolution			Percentage
	Number of Valid Votes			
	Remote e-Voting	Postal Ballot	Total	
<b>Assent</b>	1,10,54,853	NA	1,10,54,853	99.47
<b>Dissent</b>	59,037		59,037	0.53
<b>Total</b>	1,11,13,890		1,11,13,890	100

The detailed break up of voting through remote e-voting in respect of the above Resolution is attached to this report and marked as 'Annexure C'.

**4. To consider and approve Material Related Party Transaction(s) between the Company and Schneider Electric Industries SAS**

Particulars	Ordinary Resolution			Percentage
	Number of Valid Votes			
	Remote e-Voting	Postal Ballot	Total	
<b>Assent</b>	1,10,54,761	NA	1,10,54,761	99.47
<b>Dissent</b>	59,129		59,129	0.53
<b>Total</b>	1,11,13,890		1,11,13,890	100

The detailed break up of voting through remote e-voting in respect of the above Resolution is attached to this report and marked as 'Annexure D'.



## **SANJAY GROVER & ASSOCIATES**

11. Based on the aforesaid results, the resolutions as mentioned above is deemed to have been passed on March 30, 2025, being the last date of remote e-voting for the Members of the Company.
12. The Register containing the details of remote e-voting relating to the Postal Ballot will be handed over to the Company Secretary of the Company, for preserving safely after the Chairman considers, approves, and signs the minutes of Postal Ballot.


Thanking You,

**For Sanjay Grover & Associates  
Company Secretaries**

Firm Registration No.: P2001DE052900

Peer Review Certificate No.: 6311/2024

**Countersigned by**

  
**Kapil Dey Taneja**

Partner

CP No.: 22944 / Mem. No. F4019

UDIN: F004019F004182237

March 31, 2025

New Delhi



**Sumit Goel**

Company Secretary & Compliance Officer

Schneider Electric Infrastructure Limited

March 31, 2025

Gurugram

## SANJAY GROVER & ASSOCIATES

### Annexure-A

A detailed summary of the voting through e-voting is given herein below:

<b>A. VOTING THROUGH REMOTE E-VOTING:</b>			
<b>Particulars</b>	<b>No. of e-voters</b>	<b>No. of Equity Shares</b>	<b>Paid-up value of the Equity Shares (In Rs.)</b>
a) Total votes received	494*	19,04,41,951	38,08,83,902
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	494*	19,04,41,951	38,08,83,902
d) Votes with assent for the resolution	396	18,63,99,597	37,27,99,194
e) Votes with dissent for the resolution	101	40,42,354	80,84,708

*\*Three (3) members voted partially in favour of the resolution and partially against the resolution and accordingly, these three members are counted under assent as well as dissent.*



## SANJAY GROVER & ASSOCIATES

### Annexure-B

A detailed summary of the voting through e-voting is given herein below:

<b>A. VOTING THROUGH REMOTE E-VOTING:</b>			
<b>Particulars</b>	<b>No. of e-voters</b>	<b>No. of Equity Shares</b>	<b>Paid-up value of the Equity Shares (In Rs.)</b>
a) Total votes received	491	1,11,14,146	2,22,28,292
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	491	1,11,14,146	2,22,28,292
d) Votes with assent for the resolution	462	1,05,10,500	2,10,21,000
e) Votes with dissent for the resolution	29	6,03,646	12,07,292



## SANJAY GROVER & ASSOCIATES

### Annexure-C

A detailed summary of the voting through e-voting is given herein below:

<b>A. VOTING THROUGH REMOTE E-VOTING:</b>			
<b>Particulars</b>	<b>No. of e-voters</b>	<b>No. of Equity Shares</b>	<b>Paid-up value of the Equity Shares (In Rs.)</b>
a) Total votes received	489	1,11,13,890	2,22,27,780
b) Less: Invalid votes			-
c) Net Valid votes cast	489	1,11,13,890	2,22,27,780
d) Votes with assent for the resolution	470	1,10,54,853	2,21,09,706
e) Votes with dissent for the resolution	19	59,037	1,18,074



## SANJAY GROVER & ASSOCIATES

### Annexure-D

A detailed summary of the voting through e-voting is given herein below:

<b>A. VOTING THROUGH REMOTE E-VOTING:</b>			
<b>Particulars</b>	<b>No. of e-voters</b>	<b>No. of Equity Shares</b>	<b>Paid-up value of the Equity Shares (In Rs.)</b>
a) Total votes received	489	1,11,13,890	2,22,27,780
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	489	1,11,13,890	2,22,27,780
d) Votes with assent for the resolution	469	1,10,54,761	2,21,09,522
e) Votes with dissent for the resolution	20	59,129	1,18,258

