

05th February, 2025

To,

National Stock Exchange

Exchange Plaza,

Plot No. C/1, G Block,

Bandra (E), Mumbai-400051

(NSE Scrip Code: SPMLINFRA)

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street,

Mumbai-400001

(BSE Scrip Code: 500402)

Sub: Submission of Scrutinizer's Report

Dear Sirs,

With reference to the captioned subject and in furtherance to our letter dated 03rd January, 2025 regarding Notice of Postal Ballot dated 30th December, 2024 issued to the members of SPML Infra Limited seeking their approval by way of postal ballot through electronic voting ("remote e-voting") for resolutions provided therein, we would like to inform you that remote e-voting period for the postal ballot was concluded on Tuesday, 04th February, 2025 at 5.00 PM (IST) and Mr. Tumul Maheshwari, Company Secretary in Practice, Scrutinizer of the Company has submitted his report on the e-voting results to the Company on 05th February, 2025.

As per the scrutinizer's Report resolution have been approved and passed by the shareholders with requisite majority on 04th February, 2025, i.e. the last date of remote e-voting.

Further, in terms of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 and Rule framed thereunder, we are submitting herewith the Report of the Scrutinizer Mr. Tumul Maheshwari.

The results of the postal ballot along with the scrutinizer report shall be hosted on the website of the Company at www.spml.co.in and on the website of the NSDL i.e. www.evoting.nsdl.com

You are requested to take the above on record.

Thanking you,

Yours faithfully,

For SPML Infra Limited

Swati
Agarwal
al

Digital signed
by Swati Agarwal
Date: 2025.02.05 17:23:14.05:30

Swati Agarwal

Company Secretary

Enc.: a/a

SPML INFRA LIMITED

CIN : L40106DL 1981PLC012228

Regd. Office : 22, Camac Street, Block-A, 3rd Floor, Kolkata 700 016

Ph : +91 33 4009 1200 / 1247

E-mail : info@spml.co.in | Website : www.spml.co.in



MT & Co.

Company Secretaries

35/2, Street No. 6, Friends Colony Industrial Area, Shahdara, Delhi-110095

Phone No.22582283, Mobile No.9899697330

Email:tumul11@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT FOR VOTING FOR POSTAL BALLOT THROUGH ELECTRONIC MEANS

To,
The Chairman,
SPML Infra Limited,
22, Camac Street, Block-A, 3rd Floor,
Kolkata West Bengal-700016

Ref: Postal Ballot Notice dated 30th December, 2024 as circulated to the Equity Shareholders of SPML Infra Limited for passing proposed resolutions in the aforesaid notice through "Remote e-voting process".

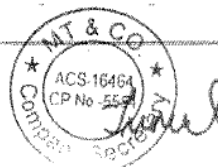
Dear Sir,

I, Tumul Maheshwari, Practicing Company Secretary having office at 35/2, Street No. 6, Friends Colony Industrial Area, Shahdara, Delhi-110095 have been appointed as Scrutinizer Pursuant to the Resolution passed by the Board of SPML Infra Limited, (hereinafter referred to as the "Company") on 30th December, 2024, for the purpose of scrutinizing the remote e-voting process taken pursuant to section 108 of the Companies Act, 2013 and rule 20(3) of the Companies (Management and Administration) Rules, 2014. I, also state that I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

M/s. Maheshwari Datamatics Private Limited is the Registrar and Share Transfer Agent (RTA) of the Company and M/s. National Securities Depository Limited (NSDL) is the Service Provider for providing the facility of electronic voting to the shareholders of the Company.

The Service Provider has devised a system for recording the votes of shareholders electronically through remote e-voting process on all the items of the businesses sought to be transacted in the Postal Ballot Notice dated 30th December, 2024 as circulated by the Company, through their website [https:// evoting.nsdl.com](https://evoting.nsdl.com).

The Company has sent the Notice of Postal Ballot to 13482 no. of Shareholders electronically, only through email, whose email ids were registered in the record of Company/ RTA/ Depository, out of total no: of 14459 Shareholders as on the cut-off date i.e. 31st December, 2024. The dispatch of notice was completed on 3rd January 2025. The notices which were sent contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.



The Cut-off date for the purposes of identifying the shareholders who were entitled to vote on the resolutions placed for approval of the shareholders was 31st December, 2024. As prescribed in the Rules, the Company also released an advertisement, which was published in the English and vernacular language newspaper viz. Business Standard (English and Hindi), carrying the required information as specified in the rules. As prescribed in the aforesaid Rules, the remote e-Voting facility was kept open from Monday, the 6th January, 2025 at 09:00 A.M. and ends on Tuesday 4th February, 2025, at 05:00 P.M. At the end of the voting period on Tuesday 4th February, 2025, at 05:00 P.M., the portal of the Service Provider was blocked forthwith. On Wednesday, 5th February, 2025, after the end of the Postal Ballot voting period, votes cast through remote e-Voting facility was duly unblocked by me as a Scrutinizer in the presence of two witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20.

The management of the Company is responsible to ensure that compliance, with the requirement of the Companies Act, 2013 and rules made thereunder, relating to voting through electronic means. My responsibility as a scrutinizer for the remote e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution and "invalid" and "abstained" votes, based on the reports generated from remote e-voting process system provided by National Securities Depository Limited.

As a Scrutinizer the report of the e-Voting carried out by the shareholders was duly compiled, the details of which are as follows:

There were 88 shareholders holding 3,70,696 equity shares of the Company, who have participated in the voting process for the Postal Ballot through Remote e-Voting.

The result of e-voting is as under-

Resolution 1

Re-Appointment of Mr. Subhash Chand Sethi (DIN: 00464390) as Chairman and Whole Time Director of the Company (**Special Resolution**).

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

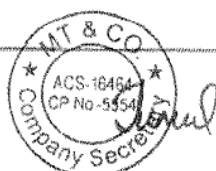
Number of members voted in Remote E-voting	Number of votes cast in Remote E-voting	Total votes	%
66	369833	369833	99.77

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

Number of members voted in Remote E-voting	Number of votes cast in Remote E-voting	Total Votes	%
22	863	863	0.23

(iii) **Invalid** votes:

Number of members voted in Remote E-voting	Number of votes cast in Remote E-voting	Total Votes	%
0	0	0	0



On the basis of results of remote e-voting process as above, all the Resolution proposed in the Postal Ballot notice dated 30th December, 2024 as circulated by the Company to its shareholders, have been passed with the requisite majority.

Results of the above voting process may be declared by the Chairman/Authorised person of the Company accordingly.

I, hereby confirm that the relevant records pertaining to the e-voting conducted for the Postal Ballot were handed over to the Chairman of the Company for safe-keeping.

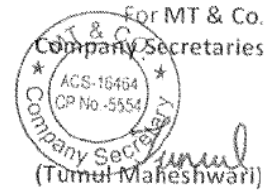
Restrictions on use

The report has been issued at the request of the Company for, (i) submission to the Stock Exchanges, (ii) to be placed on the website of the Company and (iii) website of the NSDL/RTA. This report is not to be used for any other purpose or to be distributed to any other party. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior permission.

Thanking you,

Yours faithfully,

Date: 05/02/2025
Place: Delhi
UDIN No. A016464F003874714

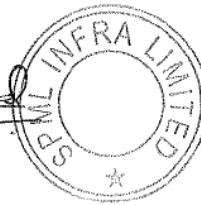


Proprietor
C.P. No.5554
PR-1749/2022

WITNESS 1 Name: PAYAL MAHESHWARI
Sign: Payal Maheshwari

WITNESS 2 Name: ANMOL
Sign: Anmol

CHAIRMAN/AUTHORISED PERSON ✓ Sudh. Aggarwal



Details of Voting Results of Postal Ballot through Electronic Voting Results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

1	Record Date	Tuesday, 31 st December, 2024
2	Total Number of Shareholders as on Cut-off Date for ascertaining the list of the Shareholders for reckoning the Voting Result	14,459
3	No. of Shareholders present in the meeting either in person or through proxy:	Not Applicable
4	No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
5	No. of resolution passed in the meeting	1

Agenda wise details of the Voting Result are as under:

ITEM NO. 1: Re-classification of status of some of the existing promoter/promoter group from promoter and promoter group category to public category

Resolution required: (Ordinary/ Special)		Ordinary						
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	24,728,683	-	-	-	-	-	-
Public-Institutions	E-Voting	10,533,584	-	-	-	-	-	-
Public- Non-Institutions	E-Voting	35,788,205	370,696	1.03	369,833	863	99.77	0.23
Total		7,10,50,472	370,696	1.03	369,833	863	99.77	0.23

Yours truly
For SPML Infra Limited

Swati Agarwal
Digitally signed by Swati Agarwal
Date: 2025.02.05 18:24:31 +05'30'

Swati Agarwal
Company Secretary