

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
UdayshivakumarInfra Limited,
1924A/196, BanashankariBadavane,
Near Nh-4 Bypass Davangere Karnataka India- 577005

Dear Sir,

Sub: Consolidated Scrutinizer's Report on voting through electronic means (Remote E-voting) and voting through the facility of ballot provided at the 06th Annual General Meeting of Udayshivakumar Infra Limited.

I, Vinita D Modak, Company Secretary, Nashik, was appointed as Scrutinizer by the Board of Directors of UDAYSHIVAKUMAR INFRA LIMITED ("the Company") in its meeting held on Wednesday, 20th August 2025 for the purpose of Scrutinizing the remote e-voting and voting through Ballot Paper conducted during the 06th Annual General Meeting, in a fair and transparent manner, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per the Circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, from time to time.

The Company had availed the remote e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting by the Shareholders of the Company. The Company had provided the facility of voting through Ballot Paper during the Annual General Meeting held on Wednesday, 20th August 2025, at the registered office of the Company at 1924A/196, Banashankar iBadavane, Near Nh-4 Bypass Davangere Karnataka India- 577005, at 12:30 P.M. Further, the shareholders holding shares as on the "Cut-Off" date i.e. Wednesday, 13th August 2025, were entitled for voting on the proposed resolutions as set out at item numbers 1 to 6 in the notice convening the 06th Annual General Meeting.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, Rules framed thereunder, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, from time to time, along with other



applicable laws relating to e-voting and voting through ballot on the resolutions contained in the notice convening the Annual General Meeting of the Company.

My responsibility as a Scrutinizer for the voting process (Remote e-Voting and voting through Ballot Paper during the meeting) is restricted to make a Report of the Votes Cast "In Favour" or "Against" the resolutions as stated below, based on the report generated from the e-voting system provided by NSDL (authorized agency to provide e-voting platform) and the votes cast through Ballot Paper during the meeting.

Further to above, I submit my report as under:

1. The e-voting period remained open from Sunday, 17th August, 2025 at 9:00 A.M. (IST) and ends on Tuesday, 19th August, 2025 at 05:00 P.M. (IST) (both days inclusive) and the e-voting platform was blocked thereafter.
2. After the conclusion of the meeting, the facility for the Remote E-voting and the ballot box used for Voting through Ballot Paper during the Annual General Meeting were unblocked and unlocked respectively by me in the presence of two witnesses who were not in the employment of the Company.
3. Thereafter, I have scrutinized and reviewed the Remote E-Voting carried out by the Members and the Voting through Ballot Paper during the Annual General Meeting and the votes cast therein based on the data downloaded from the NSDL e-voting system and the Ballot Papers.
4. The results of the Remote E-voting together with the Voting through Ballot Paper conducted during the 06th Annual General Meeting are as under:



ORDINARY BUSINESS

(a) Ordinary Resolution No. 1

Consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025 together with the Reports of the Board of Directors' and Auditors' thereon;

Mode of Voting	Valid Votes						Abstain	
	Votes in Favour (Assent)			Votes Against (Dissent)				
	No. of Members Voted	No. of Votes Cast	% of total votes cast in favour	No. of Members Voted	No. of Votes Cast	% of total votes cast against	No. of Members Voting	No. of Votes Cast
Remote E-Voting	66	3,66,40,464	99.99	2	161	0.0004	NIL	NIL
Ballot Paper during AGM	2	2,050		--	--		NIL	NIL
Total	68	3,66,42,526		2	161	0.0004	NIL	NIL

* 32 members were present at the general meeting out of which all 30 members had voted through e-voting facility provided by the company, thus ballot paper voting were not considered.



(b) Ordinary Resolution No. 2

To appoint a Director in place of Ms. Manjushree Shivakumar (DIN: 09597357) who retires by rotation and being eligible, offers herself for re-appointment;

Mode of Voting	Valid Votes						Abstain	
	Votes in Favour (Assent)			Votes Against (Dissent)			No. of Members Voting	No. of Votes Cast
	No. of Members Voted	No. of Votes Cast	% of total votes cast in favour	No. of Members Voted	No. of Votes Cast	% of total votes cast against		
Remote E-Voting	66	3,66,40,464	99.99	2	161	0.0004	NIL	NIL
Ballot Paper during AGM	2	2,050		--	--		NIL	NIL
Total	68	3,66,42,526		2	161	0.0004	NIL	NIL

* 3,61,33,600 votes casted by 3 members are not considered since they are related parties.



SPECIAL BUSINESS

(c) Ordinary Resolution No. 3

Ratification of remuneration payable to Cost Auditors of the Company;

Mode of Voting	Valid Votes						Abstain	
	Votes in Favour (Assent)			Votes Against (Dissent)				
	No. of Members Voted	No. of Votes Cast	% of total votes cast in favour	No. of Members Voted	No. of Votes Cast	% of total votes cast against	No. of Members Voting	No. of Votes Cast
Remote E-Voting	66	3,66,40,464	99.99	2	161	0.0004	NIL	NIL
Ballot Paper during AGM	2	2,050		--	--		NIL	NIL
Total	68	3,66,42,526		2	161	0.0004	NIL	NIL

* 32 members were present at the general meeting out of which all 30 members had voted through e-voting facility provided by the company, thus ballot paper voting were not considered.



(d) Special Resolution No. 4

Appointment of Mr. Gowdara Timmappa Govindappa (DIN: 10653812) as an Independent Director of the Company;

Mode of Voting	Valid Votes						Abstain	
	Votes in Favour (Assent)			Votes Against (Dissent)			No. of Members Voting	No. of Votes Cast
	No. of Members Voted	No. of Votes Cast	% of total votes cast in favour	No. of Members Voted	No. of Votes Cast	% of total votes cast against		
Remote E-Voting	65	3,66,40,064	99.99	3	561	0.0015	NIL	NIL
Ballot Paper during AGM	2	2,050		--	--		NIL	NIL
Total	67	3,66,42,114	99.99	3	561	0.0015	NIL	NIL

* 32 members were present at the general meeting out of which all 30 members had voted through e-voting facility provided by the company, thus ballot paper voting were not considered.



(d) Special Resolution No. 5

Ratification/Approval of Related Party Transactions;

Mode of Voting	Valid Votes						Abstain	
	Votes in Favour (Assent)			Votes Against (Dissent)			No. of Members Voting	No. of Votes Cast
	No. of Members Voted	No. of Votes Cast	% of total votes cast in favour	No. of Members Voted	No. of Votes Cast	% of total votes cast against		
Remote E-Voting	66	3,66,40,464	99.99	2	161	0.0004	NIL	NIL
Ballot Paper during AGM	2	2,050		--	--		NIL	NIL
Total	68	3,66,42,526		2	161	0.0004	NIL	NIL

* 3,61,33,600 votes casted by 3 members are not considered since they are related parties.



(e) Ordinary Resolution No. 6

Appointment of M/s. Vinita D Modak, Company Secretaries as Secretarial Auditor of the Company;

Mode of Voting	Valid Votes						Abstain	
	Votes in Favour (Assent)			Votes Against (Dissent)				
	No. of Members Voted	No. of Votes Cast	% of total votes cast in favour	No. of Members Voted	No. of Votes Cast	% of total votescast against	No. of Members Voting	No. of Votes Cast
Remote E-Voting	66	3,66,40,464	99.99	2	161	0.0004	NIL	NIL
Ballot Paper during AGM	2	2,050		--	--		NIL	NIL
Total	68	3,66,42,526		2	161	0.0004	NIL	NIL

* 32 members were present at the general meeting out of which all 30 members had voted through e-voting facility provided by the company, thus ballot paper voting were not considered.



5. All the 6 (Six) Resolutions contained in the Notice convening the 06th Annual General Meeting of the Company as per the details above attached stand PASSED under Remote E-voting and Voting through Ballot Paper conducted during the Annual General Meeting with the requisite majority and hence deemed to be passed as on the date of the Annual General Meeting.

6. The Registers, all other papers and relevant records relating to Electronic Voting and Ballot Papers shall remain in our safe custody until the Chairman considers, approves and signs the Minutes and thereafter the same will be handed over to Mr. UDAYSHIVAKUMAR Managing Director of the Company for safe keeping.

Thanking you.

Yours faithfully,



Vinita D. Modak
Company Secretary in Practice
Mem No. A23151,
UDIN- A023151G001057965
Peer Review UIN: I2009MH651600

Place: Nashik

Date: 22/08/2025

Name of the Company	UDAYSHIVAKUMAR INFRA LIMITED
Date of the Annual General Meeting	20-08-2025
Total number of shareholders on record date	31,375
No. of shareholders present in the meeting either in person or through proxy:	32
Promoters and Promoter Group:	3
Public	29
No. of Shareholders attended the meeting through Video Conferencing	NA
Promoters and Promoter Group:	NA
Public	NA

Resolution No.	1									
Resolution required:	ORDINARY -To cConsider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025 together with the Reports of the Board of Directors' and Auditors' thereon;									
Whether promoter / promoter group are interested in the agenda/resolution?	NO									
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Poled (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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	3,65,08,784	3,61,31,600	98.97	3,61,31,600	--	100	--	--	--
	Poll		2,000	0.005	2,000	--	100	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	Total	3,65,08,784	3,61,33,600	98.97	3,61,33,600	--	100	--	--	--
Public-Institutions	E-Voting	36,985	--	--	--	--	--	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	Total	36,985	--	--	--	--	--	--	--	--
Public-Non Institutions	E-Voting	1,88,11,373	5,09,025	2.71	5,08,864	161	99.96	0.03	--	--
	Poll		50	0.0003	50	--	100	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	Total	1,88,11,373	5,09,075	2.71	5,08,914	161	99.96	0.03	--	--
Total		5,53,57,142	3,66,42,675	66.19	3,66,42,514	161	99.99	0.0004	--	--



Resolution No.	2									
Resolution required:	ORDINARY- To appoint a Director in place of Ms. Manjushree Shivakumar (DIN: 09597357) who retires by rotation and being eligible, offers herself for re-appointment									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	3,65,08,784	--	--	--	--	--	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	Total	3,65,08,784	--	--	--	--	--	--	--	--
Public-Institutions	E-Voting	36,985	--	--	--	--	--	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	Total	36,985	--	--	--	--	--	--	--	--
Public-Non Institutions	E-Voting	1,88,11,373	5,09,025	2.71	5,08,864	161	99.96	0.03	--	--
	Poll		50	0.0003	50	--	100	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	Total	1,88,11,373	5,09,075	2.71	5,08,914	161	99.96	0.03	--	--
Total		5,53,57,142	5,09,075	0.99	5,08,914	161	99.97	0.03	--	--

* 3,61,33,600 votes casted by 3 members are not considered since they are related parties



Resolution No.	3									
Resolution required:	ORDINARY- Ratification of remuneration payable to Cost Auditors of the Company.									
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) = $\frac{[(2)/(1)] \times 100}{100}$	No. of Votes — In Favour (4)	No. of Votes — Against (5)	% of Votes In Favour on Votes Polled (6) = $\frac{[(4)/(2)] \times 100}{100}$	% of Votes Against on Votes Polled (7) = $\frac{[(5)/(2)] \times 100}{100}$	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	3,65,08,784	3,61,31,600	98.97	3,61,31,600	--	100	--	--	--
	Poll		2,000	0.005	2,000	--	100	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	Total	3,65,08,784	3,61,33,600	98.97	3,61,33,600	--	100	--	--	--
Public-Institutions	E-Voting	36,985	--	--	--	--	--	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	Total	36,985	--	--	--	--	--	--	--	--
Public-Non Institutions	E-Voting	1,88,11,373	5,09,025	2.71	5,08,864	161	99.96	0.03	--	--
	Poll		50	0.0003	50	--	100	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	Total	1,88,11,373	5,09,075	2.71	5,08,914	161	99.96	0.03	--	--
Total		5,53,57,142	3,66,42,675	66.19	3,66,42,514	161	99.99	0.0004	--	--



Resolution No.	4									
Resolution required:	SPECIAL- Appointment of Mr. Gowdara Timmappa Govindappa (DIN: 10653812) as an Independent Director of the Company.									
Whether promoter / promoter group are interested in the agenda/resolution?	NO									
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Poled (2)	% of Votes Polled on Outstanding Shares(3) = $\frac{[(2)/(1)] \times 100}{100}$	No. of Votes — In Favour (4)	No. of Votes — Against (5)	% of Votes In Favour on Votes Polled (6) = $\frac{[(4)/(2)] \times 100}{100}$	% of Votes Against on Votes Polled (7) = $\frac{[(5)/(2)] \times 100}{100}$	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	3,65,08,784	3,61,31,600	98.97	3,61,31,600	--	100	--	--	--
	Poll		2,000	0.005	2,000	--	100	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	Total	3,65,08,784	3,61,33,600	98.97	3,61,33,600	--	100	--	--	--
Public-Institutions	E-Voting	36,985	--	--	--	--	--	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	Total	36,985	--	--	--	--	--	--	--	--
Public-Non Institutions	E-Voting	1,88,11,373	5,09,025	2.71	5,08,464	561	99.89	0.11	--	--
	Poll		50	0.0003	50	--	100	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	Total	1,88,11,373	5,09,075	2.71	5,08,514	561	99.89	0.11	--	--
Total		5,53,57,142	3,66,42,675	66.19	3,66,42,114	561	99.99	0.0015	--	--

V. Modak



Resolution No.	5									
Resolution required:	ORDINARY - Ratification/Approval of Related Party Transactions.									
Whether promoter / promoter group are interested in the agenda/resolution?	YES									
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Poled (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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	3,65,08,784				--		--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	Total	3,65,08,784				--		--	--	--
Public-Institutions	E-Voting	36,985	--	--	--	--	--	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	Total	36,985	--	--	--	--	--	--	--	--
Public-Non Institutions	E-Voting	1,88,11,373	5,09,025	2.71	5,08,864	161	99.96	0.03	--	--
	Poll		50	0.0003	50	--	100	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	Total	1,88,11,373	5,09,075	2.71	5,08,914	161	99.96	0.03	--	--
Total		5,53,57,142	5,09,075	0.99	5,08,914	161	99.97	0.03	--	--

* 3,61,33,600 votes casted by 3 members are not considered since they are related parties



Resolution No.	6									
Resolution required:	SPECIAL - Appointment of M/s Vinita D Modak, Company Secretaries as Secretarial Auditor of the Company:									
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) = $\frac{(2)}{(1)} \times 100$	No. of Votes — In Favour (4)	No. of Votes — Against (5)	% of Votes In Favour on Votes Polled (6) = $\frac{(4)}{(2)} \times 100$	% of Votes Against on Votes Polled (7) = $\frac{(5)}{(2)} \times 100$	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	3,65,08,784	3,61,31,600	98.97	3,61,31,600	--	100	--	--	--
	Poll		2,000	0.005	2,000	--	100	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	Total	3,65,08,784	3,61,33,600	98.97	3,61,33,600	--	100	--	--	--
Public-Institutions	E-Voting	36,985	--	--	--	--	--	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	Total	36,985	--	--	--	--	--	--	--	--
Public-Non Institutions	E-Voting	1,88,11,373	5,09,025	2.71	5,08,864	161	99.96	0.03	--	--
	Poll		50	0.0003	50	--	100	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	Total	1,88,11,373	5,09,075	2.71	5,08,914	161	99.96	0.03	--	--
Total		5,53,57,142	3,66,42,675	66.19	3,66,42,514	161	99.99	0.0004	--	--

