



GPT Infraprojects Limited

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GPTINFRA/CS/SE/2022-23

July 29, 2022

The Department of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai - 400001

National Stock Exchange of India Ltd.,
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051

Dear Sir/Madam,

Sub: Submission of Scrutinizer Report and Voting Results of 42nd Annual General Meeting of GPT Infraprojects Limited held on 28th July, 2022.

Ref.: Scrip Code - 533761; NSE Symbol - GPTINFRA ISIN: INE390G01014

Dear Sir,

In continuation to our letter dated 28th July, 2022, we would like to inform you that the Scrutinizer Mr. Ashok Kumar Daga, (COP No. 2948), Practicing Company Secretary, Kolkata has submitted his report on Friday, 29th July, 2022.

We are enclosing herewith the following:

- ❖ Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- ❖ Report of the Scrutinizer dated July 29, 2022, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015.

Kindly take the information on record and oblige.

Thanking You

Yours faithfully

For GPT Infraprojects Limited

A.B.Chakrabartty
(Company Secretary)
(Membership No. FCS 7184)

Encl . As Above

Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015.

Serial No.	Particulars	Details
1	Date of AGM	Thursday, 28 th July , 2022
2	Total No. of shareholders as on record / cut off date	9024
3	No. of shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group Public	Not Applicable NA NA
4	No. Of shareholders attended the meeting through video conferencing: Promoter and Promoter Group Public	15 50

Resolution(1)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To receive, consider and adopt the Audited Financial Statements as at and for the year ended 31st March, 2022 together with reports of Board of Directors' and Auditor's thereon.						
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	21814060	21814060	100	21814060	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		21814060	21814060	100	21814060	0	100
Public-	E-Voting	712408	696846	97.8156	696846	0	100	0

Institutions	Poll							
	Postal Ballot (if applicable)							
	Total	712408	696846	97.8156	696846	0	100	0
Public-Non Institutions	E-Voting		5424	0.0827	5418	6	99.8894	0.1106
	Poll	6559532						
	Postal Ballot (if applicable)							
	Total	6559532	5424	0.0827	5418	6	99.8894	0.1106
Total		29086000	22516330	77.4129	22516324	6	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(2)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To confirm interim dividend @15% and payment of final dividend @ 15% on equity shares for the financial year ended 31 March, 2022					
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		21814060	100	21814060	0	100	0
	Poll	21814060						
	Postal Ballot (if applicable)							
	Total	21814060	21814060	100	21814060	0	100	0
Public-Institutions	E-Voting		696846	97.8156	696846	0	100	0
	Poll	712408						
	Postal Ballot (if applicable)							
	Total	712408	696846	97.8156	696846	0	100	0
Public-Non Institutions	E-Voting		5424	0.0827	5418	6	99.8894	0.1106
	Poll	6559532						
	Postal Ballot (if applicable)							
	Total	6559532	5424	0.0827	5418	6	99.8894	0.1106
Total		29086000	22516330	77.4129	22516324	6	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(3)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To appoint Mr. Atul Tantia, who retires by rotation and being eligible, offers himself for re-appointment.						
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	21814060	21814060	100	21814060	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	21814060	21814060	100	21814060	0	100	0
Public-Institutions	E-Voting	712408	696846	97.8156	688694	8152	98.8302	1.1698
	Poll							
	Postal Ballot (if applicable)							
	Total	712408	696846	97.8156	688694	8152	98.8302	1.1698
Public-Non Institutions	E-Voting	6559532	5424	0.0827	5418	6	99.8894	0.1106
	Poll							
	Postal Ballot (if							

	applicable)							
	Total	6559532	5424	0.0827	5418	6	99.8894	0.1106
Total		29086000	22516330	77.4129	22508172	8158	99.9638	0.0362
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the remuneration of the Cost Auditors for the financial year 2022-23				
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	21814060	21814060	100	21814060	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		21814060	21814060	100	21814060	0	100
Public-Institutions	E-Voting	712408	696846	97.8156	696846	0	100	0
	Poll							

	Postal Ballot (if applicable)							
	Total	712408	696846	97.8156	696846	0	100	0
Public-Non Institutions	E-Voting		5424	0.0827	5418	6	99.8894	0.1106
	Poll	6559532						
	Postal Ballot (if applicable)							
	Total		6559532	5424	0.0827	5418	6	99.8894
Total		29086000	22516330	77.4129	22516324	6	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(5)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Reappointment of Mr. Kashi Prasad Khandelwal as Non-Executive Independent Director for 2nd term of 5 consecutive years					
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	21814060	21814060	100	21814060	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	21814060	21814060	100	21814060	0	100	0
Public-Institutions	E-Voting	712408	696846	97.8156	8152	688694	1.1698	98.8302
	Poll							
	Postal Ballot (if applicable)							
	Total	712408	696846	97.8156	8152	688694	1.1698	98.8302
Public-Non Institutions	E-Voting	6559532	5424	0.0827	5418	6	99.8894	0.1106
	Poll							
	Postal Ballot (if applicable)							
	Total	6559532	5424	0.0827	5418	6	99.8894	0.1106
Total		29086000	22516330	77.4129	21827630	688700	96.9413	3.0587
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(6)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered		Payment of Commission @ 1 % of the Net Profit of the Company to Mr. Dwarika Prasad Tantia Non -Executive Chairman of the Company for the financial year 2022-23.						
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	21814060	19964048	91.5192	19964048	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		21814060	19964048	91.5192	19964048	0	100
Public-Institutions	E-Voting	712408	696846	97.8156	696846	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		712408	696846	97.8156	696846	0	100
Public-	E-Voting	6559532	5424	0.0827	5418	6	99.8894	0.1106

Non Institutions	Poll							
	Postal Ballot (if applicable)							
	Total	6559532	5424	0.0827	5418	6	99.8894	0.1106
Total		29086000	20666318	71.0525	20666312	6	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for giving loans or guarantees or providing securities to the Company's Subsidiary(ies) or any other person specified under Section 185 of the Companies Act, 2013.				
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	21814060	21814060	100	21814060	0	100	0
	Poll							
	Postal Ballot (if applicable)							

	Total	21814060	21814060	100	21814060	0	100	0
Public- Institutions	E-Voting	712408	696846	97.8156	0	696846	0	100
	Poll							
	Postal Ballot (if applicable)							
	Total	712408	696846	97.8156	0	696846	0	100
Public- Non Institutions	E-Voting	6559532	5424	0.0827	5418	6	99.8894	0.1106
	Poll							
	Postal Ballot (if applicable)							
	Total	6559532	5424	0.0827	5418	6	99.8894	0.1106
Total		29086000	22516330	77.4129	21819478	696852	96.9051	3.0949
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

You are requested to please take this information on record.

Thanking You,

Yours faithfully,

For GPT Infraprojects Limited

A.B.Chakrabartty
Company Secretary
(Membership No. FCS 7184)



Ashok Kumar Daga

B. Com. (H), LLB., FCS
Practising Company Secretary

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136, JESSORE ROAD, BLOCK - 1
FLAT # 1B, 1ST FLOOR
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Phone : +91 33 32916865
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E-mail : daga.ashok@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

To
The Chairman,
42nd Annual General Meeting of the Equity Shareholders
GPT Infraprojects Limited
GPT CENTRE, JC-25, SECTOR - III SALT LAKE
KOLKATA WB 700106

Dear Sir,

Subject: Consolidated Scrutinizer's Report on voting by Remote E-voting and E-voting facility provided to the shareholders during the 42nd Annual General Meeting (AGM) of the Equity Shareholders Of GPT Infraprojects Limited held on Thursday, 28th Day of July, 2022 at 3.00 p.m. through Video Conferencing / other Audio Visual Means in respect of the resolutions (businesses) contained in the Notice dated 14th May, 2022

I, Ashok Kumar Daga, Practising Company Secretary having office at 1 Crooked Lane, 2nd Floor, Room No. 212, Kolkata-700069 have been appointed by the Board of Directors of the Company as Scrutinizer for the purpose of the voting through remote e-voting and e-voting provided to shareholders during the AGM conducted through Video Conferencing / other Audio Visual Means (VC/OAVM) on the below mentioned resolution (s) passed at the 42nd Annual General Meeting of the Equity Shareholders Of GPT Infraprojects Limited held on Thursday, 28th Day of July, 2022 at 3.00 p.m. submit my report as under:

1. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronic means (e-voting) was provided by The Link Intime India Private Limited.
2. The Shareholders holding shares as on the cut-off date i.e. 21st July 2022 were entitled to vote on the proposed resolutions (Item No. 1 to 7 as set out in the Notice of 42nd Annual General Meeting of the Company).
3. The remote e-voting period commenced on 25th July 2022 from 9.00 AM and concluded on 27th July 2022 at 5.00 PM.


ASHOK KUMAR DAGA
Practising Company Secretary
FCS-2699 & CP-2948


4. The votes were unblocked at Kolkata on 28th July, 2022 at 5.00 p.m. in the presence of two witnesses Ms. Rittika Gupta and Ms. Sanjita Gupta who are not in the employment of the Company.
5. After the time fixed for e-voting facility provided to the shareholders during the AGM, E-voting system for voting was stopped.
6. Members have either voted electronically through remote e-voting or through VC/OAVM. There is no instance of duplication of voting.
7. My responsibility as the Scrutinizer is restricted to ascertaining the voting processes and to make Scrutinizer's Report of the votes cast in favour or against the resolutions contained in the notice of AGM. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder relating to voting on the resolutions contained in the notice of the AGM.
8. The results of the scrutiny of voting by remote e-voting and through e-voting facility provided during AGM in respect of resolutions contained in Notice dated 14th May, 2022 are as under :

Item No.1:-

To receive, consider and adopt the audited financial statements (Standalone & Consolidated) of the Company as at and for the year ended 31st March, 2022 together with Reports of Board of Directors and Auditors thereon.

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	74	0	74	22516324	0	22516324	100	77.41
DISSENT	2	0	2	6	0	6	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	76	0	76	22516330	0	22516330	100	77.41

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 1 of the Notice dated 14th May, 2022 has been passed with requisite majority.


ASHOK KUMAR DAGA
 Practicing Company Secretary
 FCS-2699 & CP-2948

Item No.2

To confirm the payment of Interim Dividend on Equity Shares and to declare Final Dividend on Equity Shares for the financial year 2021-22.

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	74	0	74	22516324	0	22516324	100	77.41
DISSENT	2	0	2	6	0	6	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	76	0	76	22516330	0	22516330	100	77.41

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 2 of the Notice dated 14th May, 2022 has been passed with requisite majority.

Item No.3

To appoint a Director in place of Mr. Atul Tantia (DIN: 00001238), who retires by rotation and being eligible, offers himself for re-appointment.

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	73	0	73	22508172	0	22508172	99.96	77.38
DISSENT	3	0	3	8158	0	8158	0.04	0.02
INVALID	0	0	0	0	0	0	0	0
TOTAL	76	0	76	22516330	0	22516330	100	77.40

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 3 of the Notice dated 14th May, 2022 has been passed with requisite majority.

Item No.4

Ratify the Remuneration of Cost Auditor

To consider and if thought fit, to pass with or without modification(s), the following resolutions as Ordinary Resolutions:


ASHOK KUMAR DAGA
Practicing Company Secretary
FCS-2699 & CP-2948

“RESOLVED THAT pursuant to the provisions of Section 148(3) of the Companies Act, 2013 read with The Companies (Audit and Auditors) Rules, 2014, the remuneration of Rs. 60,000 (Rupees Sixty Thousand only) plus taxes as may be applicable and reimbursement of reasonable out of pocket expenses as may be actually incurred by the firm, payable to M/s. S.K.Sahu & Associates, Cost Accountants (Membership No.28234) of Kolkata appointed by the Board as Cost Auditors of the Company for the financial year 2022-23 be and is hereby ratified.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient for giving effect to the aforesaid resolution.”

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	74	0	74	22516324	0	22516324	100	77.41
DISSENT	2	0	2	6	0	6	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	76	0	76	22516330	0	22516330	100	77.41

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 4 of the Notice dated 14th May, 2022 has been passed with requisite majority.

Item No.5

Re- appointment of Mr. Kashi Prasad Khandelwal as Non -Executive Independent Director

To consider and if thought fit, to pass with or without modification(s), the following resolutions as Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Mr. Kashi Prasad Khandelwal (DIN: 00748523), Non - Executive Independent Director of the Company who has submitted a declaration that he meets the criteria for independence as provided in the Act and Listing Regulations and who is eligible for re-appointment, be and is hereby re-appointed as an Non - Executive Independent Director of the Company to hold office for a second term of five consecutive years form the conclusion of this Annual General Meeting till the conclusion of 47th Annual General Meeting of the Company”.


ASHOK KUMAR DAGA
 Practicing Company Secretary
 FCS-2699 & CP-2948

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	73	0	73	21827630	0	21827630	96.94	75.02
DISSENT	3	0	3	688700	0	688700	3.06	2.37
INVALID	0	0	0	0	0	0	0	0
TOTAL	76	0	76	22516330	0	22516330	100	77.39

Based on aforesaid Results, Special Resolution Contained in Item no. 5 of the Notice dated 14th May, 2022 has been passed with requisite majority.

Item No.6

Payment of Commission to Mr. Dwarika Prasad Tantia, Non-Executive Chairman of the Company

To consider and if thought fit, to pass with or without modification(s), the following resolutions as Special Resolution:

“RESOLVED THAT pursuant to Sections 197, 198 and Regulation 17(6)(ca) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 (“Listing Regulations”) and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Rules made there under, consent of the Company be and is hereby accorded to the payment of commission at a rate of 1% (One percent) of the net profits of the Company for the financial year 2022-23 to Mr. Dwarika Prasad Tantia, Non-Executive Chairman of the Company, computed in the manner prescribed under Section 198 of the Act (which may exceeds fifty percent of total remuneration payable to all Non- Executive Directors for the financial year 2022-23)”.

“RESOLVED FURTHER THAT the above remuneration shall be in addition to fees payable to him for attending the meetings of the Board or Committees thereof or for any other purpose whatsoever as may be decided/approved by the Board of Directors and reimbursement of various expenses incurred in performance of his duties including travelling and other out-of-pocket expenses as required from time to time.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient for giving effect to the aforesaid resolution.”


 ASHOK KUMAR DAGA
 Practicing Company Secretary
 FCS-2699 & CP-2948

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	71	0	71	20666312	0	20666312	91.78	71
DISSENT	2	0	2	6	0	6	0	0
INVALID	3	0	3	1850012	0	1850012	8.22	6.36
TOTAL	76	0	76	22516330	0	22516330	100	77.36

* Pursuant to SEBI Notification No. SEBI/LAD-RO/GN/2018/10 dated 9th May, 2018, effective from 1st April, 2019, the approval of shareholders by special resolution shall be obtained every year, in case the annual remuneration payable to a single non-executive director exceeds fifty per cent of the total annual remuneration payable to all non-executive directors, giving details of the remuneration thereof. The Commission payable to Mr. Dwarika Prasad Tantia, Chairman of the Company may exceed 50% of the total annual remuneration payable to all non-executive directors during the Financial Year 2022-23. Further the vote casted by Mr. Atul Tantia, Mr. Vaibhav Tantia & Mr. Dwarika Prasad Tantia in the aforesaid resolution shall not be taken as valid since they are Interested Parties as stated in the Notice of Annual General Meeting. In view of the above, vote casted in respect of 1850012 shares is treated as Invalid for the purpose of passing of the Special Resolution.


Based on aforesaid Results, Special Resolution Contained in Item no. 6 of the Notice dated 14th May, 2022 has been passed with requisite majority.

Item No.7

Approval for giving loan or guarantee or providing security in connection with loan availed by any of the Company's Subsidiary(ies) or any other person specified under Section 185 of the Companies Act, 2013

To consider and if thought fit, to pass with or without modification(s), the following resolutions as Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 185 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Amendment) Act, 2017 and Rules made thereunder, including any statutory modification(s) thereto or re-enactment(s) thereof, for the time being in force, and subject to such other consents, permissions, approvals, as may be required in that behalf, the approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the Board, which term shall be deemed to include, unless the context otherwise required, any committee of the Board or any director or officer(s) authorised by the Board to exercise the powers conferred on the Board under this resolution) to advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any entity which is a subsidiary or associate or joint venture


ASHOK KUMAR DAGA
 Practicing Company Secretary
 FCS-2699 & CP-2948

of the Company or other companies or Firms or any other person in whom any of the Directors of the Company is interested/deemed to be interested, up to limits approved by the shareholders of the Company u/s 186 of the Companies Act, 2013, from time to time, in their absolute discretion as may be deemed beneficial and in the interest of the Company, provided that such loans are utilized by the borrowing company for its principal business activities.”

“**RESOLVED FURTHER THAT** the Board of Directors and Company Secretary of the Company be and are hereby authorized to file necessary returns/ forms with the Registrar of Companies and to do all such acts, deeds and things as may be considered necessary, incidental and ancillary in order to give effect to this Resolution.”


	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	72	0	72	21819478	0	21819478	96.90	75
DISSENT	4	0	4	696852	0	696852	3.10	2.39
INVALID	0	0	0	0	0	0	0	0
TOTAL	76	0	76	22516330	0	22516330	100	77.39

Based on aforesaid Results, Special Resolution Contained in Item no. 7 of the Notice dated 14th May, 2022 has been passed with requisite majority.

Thanking you,
Yours faithfully,

PLACE- KOLKATA
DATE- 29.07.2022

UDIN: F002699D000708965


ASHOK KUMAR DAGA
(PRACTISING COMPANY SECRETARY)
MEMBERSHIP NO. 2699
COP NO. 2948

ASHOK KUMAR DAGA
 Practicing Company Secretary
 FCS-2699 & CP-2948