

ANIL SOMANI & ASSOCIATES

Company Secretaries

D-94, 1st Floor, Indira Market, Bhilwara, Rajasthan - 311001

Email Id: corporatesolutions14@gmail.com, (M) 09166611876

Scrutinizer's Report

To,
The Chairman,
M/s A INFRASTRUCTURE LIMITED
Hamirgarh, Dist. - Bhilwara Rajasthan - 311025

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on Remote E-Voting and poll for 39th Annual General Meeting of Equity Shareholders held on Friday, 27th September, 2019

Pursuant to the resolution passed by the Board of directors of **A INFRASTRUCTURE LIMITED** (hereinafter referred to as "company") on Friday, 07th August 2019, I had been appointed as the scrutinizer for the remote e-voting process and polling to be carried out at the 39th Annual General meeting (hereinafter referred to as "AGM") in fair and transparent manner and ascertaining the requisite majority in respect of the resolutions contained in the notice to the 39th AGM of the members of the company.

To enable wider participation of equity shareholders, pursuant to the provisions of section 108 of the Companies Act, 2013 and rules framed thereunder vide The companies (Management and administration) Rules, 2014 including The companies (Management and Administration) Amendment Rules, 2015, dated March 19, 2015 and SEBI's circular no.CIR/CFD/DIL/6/2012, dated July 13, 2012 as amended by its circular CIR/CFD/POLICYCELL/2/2014 dated April 17, 2014, every company having its equity shares listed on recognized stock exchange, is required to provide remote e-voting facility to their shareholders on all shareholders' resolutions to be passed at general meeting or through postal ballot. Since the company falls within the requirements as specified in the Companies Act, 2013 and the above mentioned circular of SEBI, remote e-voting which has been made applicable, the company provided for the same.

The company accordingly made arrangements with the system provider National Securities Depository Limited (herein after referred as "NSDL"), depository for providing a system of recording votes of the shareholders electronically through remote e-voting. The company has also accordingly made arrangements through its Registrar and Transfer Agent, BEETAL Financial & Computer Services Pvt. Ltd. (herein after referred as "RTA") to set up the e-voting facility on the NSDL e-voting Website <https://www.evoting.nsdl.com>.

The company through RTA has also uploaded the resolutions in which remote e-voting is required and for generating Electronic Voting Sequence Number (EVSN) by the system provider. All necessary formalities in compliance with the requirements specified by NSDL, the system provider has been done by the company through its RTA. Necessary instructions in this regard to be followed by the shareholders had also been duly mentioned in the AGM notice dated 07th August, 2019. The member of the company as on the cut-off date i.e. 20th September, 2019 were entitled to vote on the resolutions contained in the notice to the 39th AGM of the members of the company.



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	TYPE AND DESCRIPTION OF THE RESOLUTION
1) Ordinary Resolution: Adoption of Audited Financial Statement	Ordinary Resolution to receive, consider and adopt the Audited Financial Statements for the financial year ended 31 st March, 2019, together with the Reports of the Board Directors and the Auditors thereon.
2) Ordinary Resolution: Declaration of Final Dividend	Ordinary Resolution to declare Final Dividend @ 2% (Face value of Rs. 5/-) on equity shares for the Financial Year ended 31 st March, 2019.
3) Ordinary Resolution: Appointment of Director, liable to retire by rotation	Ordinary Resolution To appoint a Director in place of Shri Kuldeep Kaw (DIN: 07882201) who has consented to retire by rotation for compliance with the requirements of Section 152 of the Companies Act, 2013, and being eligible, offers himself for re-appointment
4) Ordinary Resolution: Appointment of Shri Nathu Lal Sharma as a Director of the Company	Ordinary Resolution: "RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, 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), Mr. Nathu Lal Sharma (DIN: 08204733), who was appointed as an Additional Director by the Board of Directors of the Company and who holds office as such up to the date of this Annual General Meeting be and is hereby appointed as a Director of the Company."
5) Ordinary Resolution: Appointment of Shri Pradeep Sahani as a Director of the Company	Ordinary Resolution: "RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, 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), Mr. Pradeep Sahani (DIN: 07554457), who was appointed as an Additional Director by the Board of Directors of the Company and who holds office as such up to the date of this Annual General Meeting be and is hereby appointed as a Director of the Company."
6) Ordinary Resolution: Appointment of Shri Arun Kumar Shishoo as a Director of the Company	Ordinary Resolution: "RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, 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), Mr. Arun Kumar Shishoo (DIN: 08261619), who was appointed as an Additional Director by the Board of Directors of the Company and who holds office as such up to the date of this Annual General Meeting be and is hereby appointed as a Director of the Company."
7) Ordinary Resolution: Ratification of Remuneration to the Cost Auditors	Ordinary Resolution: "RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, M/s. Vivek Laddha & Associates, Cost Accountants appointed as the Cost Auditors of the Company by the Board of Directors, for the conduct of the audit of the cost records of the Company for the financial year 2019-20 at a remuneration of



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	<p>Rs. 50,000/- (Rupees Fifty Thousand Only) excluding goods and service tax, travelling and other out-of-pocket expenses incurred by them in connection with the aforesaid audit be and is hereby ratified and confirmed.</p>
<p>8)Special Resolution: Appointment of Mr. Nathu Lal Sharma (DIN: 08204733) as an Independent Director</p>	<p>Special Resolution: "RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Act and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015,(including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Nathu Lal Sharma (DIN: 08204733), Director of the Company, who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office up to five consecutive year and whose office shall not be liable to retire by rotation".</p> <p>"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution, do all such acts, deeds, matters and things as may be necessary and sign and execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters concerned therewith or incidental thereto."</p>
<p>9)Special Resolution: Appointment of Mr. Pradeep Sahani (DIN: 07554457) as an Independent Director</p>	<p>Special Resolution: "RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Act and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015,(including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Pradeep Sahani (DIN: 07554457), Director of the Company, who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office up to five consecutive year and whose office shall not be liable to retire by rotation".</p> <p>"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution, do all such acts, deeds, matters and things as may be necessary and sign and execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters concerned therewith or incidental thereto."</p>
<p>10)Special Resolution: Re-appointment of Mr. Ram Krishna (DIN: 02773366) as an Independent Director</p>	<p>Special Resolution: "RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Act and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015,(including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Ram Krishna (DIN : 02773366), Independent Director of the Company, who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of</p>



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	<p>the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office up to five consecutive year and whose office shall not be liable to retire by rotation".</p> <p>"RESOLVED FURTHER THAT pursuant to the provisions of Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (Including any statutory modification(s) or re-enactment thereof for the time being in force) and other applicable provisions if any, consent of the members be and is hereby accorded for continuing the directorship of Mr. Ram Krishna (DIN : 02773366) as Independent Director after attain age of seventy five year during the second term of five consecutive years.</p> <p>"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution, do all such acts, deeds, matters and things as may be necessary and sign and execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters concerned therewith or incidental thereto."</p>
<p>11)Special Resolution: Re-appointment of Mr. Munna Lal Goyal (DIN: 01427276) as an Independent Director</p>	<p>Special Resolution: "RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Act and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015,(including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Munna Lal Goyal (DIN: 01427276), Independent Director of the Company, who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office up to five consecutive year and whose office shall not be liable to retire by rotation".</p> <p>"RESOLVED FURTHER THAT pursuant to the provisions of Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (Including any statutory modification(s) or re-enactment thereof for the time being in force) and other applicable provisions if any, consent of the members be and is hereby accorded for continuing the directorship of Mr. Munna Lal Goyal (DIN: 01427276) as Independent Director who has already attained the age limit of 75 years and aged around 88 years at present, for the second term of five consecutive years.</p> <p>"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution, do all such acts, deeds, matters and things as may be necessary and sign and execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters concerned therewith or incidental thereto."</p>
<p>12)Special Resolution: Re-appointment of Mrs. Priyadarshini Kanoria (DIN:</p>	<p>Special Resolution: "RESOLVED THAT pursuant to the provision of section 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) approval of</p>



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00114513) as Whole Time Director	<p>the members be and is hereby accorded to re-appoint Mrs. Priyadarshini Kanoria as Whole Time Director (Designated as "Executive Director") of the Company liable to retire by rotation, for a further period of 5 (Five) years from the expiry of his present term of office, that is, with effect from September 29, 2019 on the terms and conditions including remuneration as set out in the Statement annexed to the Notice, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit;</p> <p>RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."</p>
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Further to the above, I submit my report as under: -

1) As confirmed by management, the AGM notice dated 07th August, 2019 under section 101 of the Companies Act, 2013 was dispatched to 2104 (Two Thousand One Hundred Four) shareholders by registered post/courier and electronic means via e-mail respectively on or before 02nd September, 2019.

2) As stated in sub rules 4 of rule 20 of the companies (Management and Administration) Amendment Rules, 2015 amending the Rule 20 of the (Management and Administration) Rules, 2014 an advertisement was published by the company on 04th September, 2019 in "The Financial Express." English newspaper and "Rajasthan Patrika", vernacular newspaper, informing about the completion of the dispatch of the AGM notices, by means of registered post, courier and electronic means via e-mail, to the shareholders along with other related matters mentioned therein.

3) The remote e-voting period remained open from Tuesday, 24th September, 2019 at 10.00 a.m. and ended on Thursday, 26th September, 2019, at 5.00 p.m.

4) The members of the company as on the cut-off date i.e. Friday, 20th September, 2019 were entitled to vote on the resolutions.

5) The empty polling box was locked and sealed in the presence of members. Immediately after the conclusion of voting at AGM, votes cast at the meeting were counted first and the votes cast through remote e-voting were unblocked in the presence of 2 witnesses who are not in the employment of the company.

6) The total number of fully paid up shares of the company outstanding as on 20th September, 2019 were 42645700. As on cut-off date, out of 2104 shareholders, 3 (Three) shareholder has exercised their votes through remote e- voting and 23 (Twenty Three) shareholders has exercised their vote through poll at the AGM. The results (consolidated) for the item placed for consideration by the members is given below.



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Resolution 1: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2019

Total No. of shareholders	2104		
Total No. of shares	42645700		
		Number of shareholders/ Folio	Number of shares/votes
Total votes cast through remote e-voting	A	3	383
Total votes cast through polling at AGM	B	23	30546615
Grand Total of remote e-voting /polling at AGM (A+B)	C	26	30546998
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	2	115
Net remote e-voting/polling at AGM(c-d)	E	24	30546883

SUMMARY OF VOTING:

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 favor (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 & Promoter Group	E-VOTING	31535140	0	0.00	0	0	0.00	0.00
	POLL	31535140	30544740	96.859	30544740	0	100.00	0.00
	TOTAL	31535140	30544740	96.859	30544740	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	11110560	383	0.003	383	0	100.00	0.00
	POLL	11110560	1760	0.016	1760	0	100.00	0.00
	TOTAL	11110560	2143	0.019	2143	0	100.00	0.00
TOTAL		42645700	30546883	71.629	30546883	0	100.00	0.00

RESULT: -

Since, the number of votes cast in favour of the resolution is 100%, I report that the ordinary resolution as set out in the notice of AGM dated 07th August, 2019 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.



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Resolution 2: To declare Final Dividend @ 2% (Face value of Rs. 5/-) on equity shares for the Financial Year ended 31st March, 2019.

Total No. of shareholders	2104		
Total No. of shares	42645700		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	3	383
Total votes cast through polling at AGM	B	23	30546615
Grand Total of remote e-voting /polling at AGM (A+B)	C	26	30546998
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	2	115
Net remote e-voting/polling at AGM(c-d)	E	24	30546883

SUMMARY OF VOTING:

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	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter & Promoter Group	E-VOTING	31535140	0	0.00	0	0	0.00	0.00
	POLL	31535140	30544740	96.859	30544740	0	100.00	0.00
	TOTAL	31535140	30544740	96.859	30544740	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	11110560	383	0.003	383	0	100.00	0.00
	POLL	11110560	1760	0.016	1760	0	100.00	0.00
	TOTAL	11110560	2143	0.019	2143	0	100.00	0.00
TOTAL		42645700	30546883	71.629	30546883	0	100.00	0.00

RESULT: -

Since, the number of votes cast in favour of the resolution is 100%, I report that the ordinary resolution as set out in the notice of AGM dated 07th August, 2019 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.



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Resolution 3: To appoint Shri Kuldeep Kaw (DIN: 07882201) as a Director of the Company

Total No. of shareholders	2104		
Total No. of shares	42645700		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	3	383
Total votes cast through polling at AGM	B	23	30546615
Grand Total of remote e-voting /polling at AGM (A+B)	C	26	30546998
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	2	115
Net remote e-voting/polling at AGM(c-d)	E	24	30546883

SUMMARY OF VOTING:

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 favor (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 & Promoter Group	E-VOTING	31535140	0	0.00	0	0	0.00	0.00
	POLL	31535140	30544740	96.859	30544740	0	100.00	0.00
	TOTAL	31535140	30544740	96.859	30544740	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	11110560	383	0.003	383	0	100.00	0.00
	POLL	11110560	1760	0.016	1760	0	100.00	0.00
	TOTAL	11110560	2143	0.019	2143	0	100.00	0.00
TOTAL		42645700	30546883	71.629	30546883	0	100.00	0.00

RESULT: -

Since, the number of votes cast in favour of the resolution is 100%, I report that the ordinary resolution as set out in the notice of AGM dated 07th August, 2019 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.



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Resolution 4: Appointment of Shri Nathu Lal Sharma as a Director of the Company

Total No. of shareholders	2104		
Total No. of shares	42645700		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	3	383
Total votes cast through polling at AGM	B	23	30546615
Grand Total of remote e-voting /polling at AGM (A+B)	C	26	30546998
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	2	115
Net remote e-voting/polling at AGM(c-d)	E	24	30546883

SUMMARY OF VOTING:

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 favor (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 & Promoter Group	E-VOTING	31535140	0	0.00	0	0	0.00	0.00
	POLL	31535140	30544740	96.859	30544740	0	100.00	0.00
	TOTAL	31535140	30544740	96.859	30544740	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	11110560	383	0.003	383	0	100.00	0.00
	POLL	11110560	1760	0.016	1760	0	100.00	0.00
	TOTAL	11110560	2143	0.019	2143	0	100.00	0.00
TOTAL		42645700	30546883	71.629	30546883	0	100.00	0.00

RESULT: -

Since, the number of votes cast in favour of the resolution is 100%, I report that the ordinary resolution as set out in the notice of AGM dated 07th August, 2019 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.



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Resolution 5: Appointment of Shri Pradeep Sahani as a Director of the Company

Total No. of shareholders	2104		
Total No. of shares	42645700		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	3	383
Total votes cast through polling at AGM	B	23	30546615
Grand Total of remote e-voting /polling at AGM (A+B)	C	26	30546998
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	2	115
Net remote e-voting/polling at AGM(c-d)	E	24	30546883

SUMMARY OF VOTING:

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 favor (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 & Promoter Group	E-VOTING	31535140	0	0.00	0	0	0.00	0.00
	POLL	31535140	30544740	96.859	30544740	0	100.00	0.00
	TOTAL	31535140	30544740	96.859	30544740	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	11110560	383	0.003	383	0	100.00	0.00
	POLL	11110560	1760	0.016	1760	0	100.00	0.00
	TOTAL	11110560	2143	0.019	2143	0	100.00	0.00
TOTAL		42645700	30546883	71.629	30546883	0	100.00	0.00

RESULT: -

Since, the number of votes cast in favour of the resolution is 100%, I report that the ordinary resolution as set out in the notice of AGM dated 07th August, 2019 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.



ANIL SOMANI & ASSOCIATES

Company Secretaries

D-94, 1st Floor, Indira Market, Bhilwara, Rajasthan - 311001

Email Id: corporatesolutions14@gmail.com, (M) 09166611876

Resolution 6: Appointment of Shri Arun Kumar Shishoo as a Director of the Company

Total No. of shareholders	2104		
Total No. of shares	42645700		
		Number of shareholders/ Folio	Number of shares/votes
Total votes cast through remote e-voting	A	3	383
Total votes cast through polling at AGM	B	23	30546615
Grand Total of remote e-voting /polling at AGM (A+B)	C	26	30546998
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	2	115
Net remote e-voting/polling at AGM(c-d)	E	24	30546883

SUMMARY OF VOTING:

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 favor (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 & Promoter Group	E-VOTING	31535140	0	0.00	0	0	0.00	0.00
	POLL	31535140	30544740	96.859	30544740	0	100.00	0.00
	TOTAL	31535140	30544740	96.859	30544740	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	11110560	383	0.003	383	0	100.00	0.00
	POLL	11110560	1760	0.016	1760	0	100.00	0.00
	TOTAL	11110560	2143	0.019	2143	0	100.00	0.00
TOTAL		42645700	30546883	71.629	30546883	0	100.00	0.00

RESULT: -

Since, the number of votes cast in favour of the resolution is 100%, I report that the ordinary resolution as set out in the notice of AGM dated 07th August, 2019 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.



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Email Id: corporatesolutions14@gmail.com, (M) 09166611876

Resolution 7: Ratification of Remuneration to the Cost Auditors

Total No. of shareholders	2104		
Total No. of shares	42645700		
		Number of shareholders/ Folio	Number of shares/votes
Total votes cast through remote e-voting	A	3	383
Total votes cast through polling at AGM	B	23	30546615
Grand Total of remote e-voting /polling at AGM (A+B)	C	26	30546998
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	2	115
Net remote e-voting/polling at AGM(c-d)	E	24	30546883

SUMMARY OF VOTING:

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 favor (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 & Promoter Group	E-VOTING	31535140	0	0.00	0	0	0.00	0.00
	POLL	31535140	30544740	96.859	30544740	0	100.00	0.00
	TOTAL	31535140	30544740	96.859	30544740	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	11110560	383	0.003	383	0	100.00	0.00
	POLL	11110560	1760	0.016	1760	0	100.00	0.00
	TOTAL	11110560	2143	0.019	2143	0	100.00	0.00
TOTAL		42645700	30546883	71.629	30546883	0	100.00	0.00

RESULT: -

Since, the number of votes cast in favour of the resolution is 100%, I report that the ordinary resolution as set out in the notice of AGM dated 07th August, 2019 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.



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Email Id: corporatesolutions14@gmail.com, (M) 09166611876

Resolution 8: Appointment of Mr. Nathu Lal Sharma (DIN: 08204733) as an Independent Director

Total No. of shareholders	2104		
Total No. of shares	42645700		
		Number of shareholders/ Folio	Number of shares/votes
Total votes cast through remote e-voting	A	3	383
Total votes cast through polling at AGM	B	23	30546615
Grand Total of remote e-voting /polling at AGM (A+B)	C	26	30546998
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	2	115
Net remote e-voting/polling at AGM(c-d)	E	24	30546883

SUMMARY OF VOTING:

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 favor (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 & Promoter Group	E-VOTING	31535140	0	0.00	0	0	0.00	0.00
	POLL	31535140	30544740	96.859	30544740	0	100.00	0.00
	TOTAL	31535140	30544740	96.859	30544740	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	11110560	383	0.003	383	0	100.00	0.00
	POLL	11110560	1760	0.016	1760	0	100.00	0.00
	TOTAL	11110560	2143	0.019	2143	0	100.00	0.00
TOTAL		42645700	30546883	71.629	30546883	0	100.00	0.00

RESULT: -

Since, the number of votes cast in favour of the resolution is 100%, I report that the special resolution as set out in the notice of AGM dated 07th August, 2019 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.



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Resolution 9: Appointment of Mr. Pradeep Sahani (DIN: 07554457) as an Independent Director

Total No. of shareholders	2104		
Total No. of shares	42645700		
		Number of shareholders/ Folio	Number of shares/votes
Total votes cast through remote e-voting	A	3	383
Total votes cast through polling at AGM	B	23	30546615
Grand Total of remote e-voting /polling at AGM (A+B)	C	26	30546998
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	2	115
Net remote e-voting/polling at AGM(c-d)	E	24	30546883

SUMMARY OF VOTING:

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 favor (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 & Promoter Group	E-VOTING	31535140	0	0.00	0	0	0.00	0.00
	POLL	31535140	30544740	96.859	30544740	0	100.00	0.00
	TOTAL	31535140	30544740	96.859	30544740	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	11110560	383	0.003	383	0	100.00	0.00
	POLL	11110560	1760	0.016	1760	0	100.00	0.00
	TOTAL	11110560	2143	0.019	2143	0	100.00	0.00
TOTAL		42645700	30546883	71.629	30546883	0	100.00	0.00

RESULT: -

Since, the number of votes cast in favour of the resolution is 100%, I report that the special resolution as set out in the notice of AGM dated 07th August, 2019 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.



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Email Id: corporatesolutions14@gmail.com, (M) 09166611876

Resolution 10: Re-appointment of Mr. Ram Krishna (DIN: 02773366) as an Independent Director

Total No. of shareholders	2104		
Total No. of shares	42645700		
		Number of shareholders/ Folio	Number of shares/votes
Total votes cast through remote e-voting	A	3	383
Total votes cast through polling at AGM	B	23	30546615
Grand Total of remote e-voting /polling at AGM (A+B)	C	26	30546998
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	2	115
Net remote e-voting/polling at AGM(c-d)	E	24	30546883

SUMMARY OF VOTING:

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 favor (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 & Promoter Group	E-VOTING	31535140	0	0.00	0	0	0.00	0.00
	POLL	31535140	30544740	96.859	30544740	0	100.00	0.00
	TOTAL	31535140	30544740	96.859	30544740	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	11110560	383	0.003	383	0	100.00	0.00
	POLL	11110560	1760	0.016	1760	0	100.00	0.00
	TOTAL	11110560	2143	0.019	2143	0	100.00	0.00
TOTAL		42645700	30546883	71.629	30546883	0	100.00	0.00

RESULT: -

Since, the number of votes cast in favour of the resolution is 100%, I report that the special resolution as set out in the notice of AGM dated 07th August, 2019 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.



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Resolution 11: Re-appointment of Mr. Munna Lal Goyal (DIN: 01427276) as an Independent Director

Total No. of shareholders	2104		
Total No. of shares	42645700		
		Number of shareholders/ Folio	Number of shares/votes
Total votes cast through remote e-voting	A	3	383
Total votes cast through polling at AGM	B	23	30546615
Grand Total of remote e-voting /polling at AGM (A+B)	C	26	30546998
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	2	115
Net remote e-voting/polling at AGM(c-d)	E	24	30546883

SUMMARY OF VOTING:

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 favor (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 & Promoter Group	E-VOTING	31535140	0	0.00	0	0	0.00	0.00
	POLL	31535140	30544740	96.859	30544740	0	100.00	0.00
	TOTAL	31535140	30544740	96.859	30544740	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	11110560	383	0.003	383	0	100.00	0.00
	POLL	11110560	1760	0.016	1760	0	100.00	0.00
	TOTAL	11110560	2143	0.019	2143	0	100.00	0.00
TOTAL		42645700	30546883	71.629	30546883	0	100.00	0.00

RESULT: -

Since, the number of votes cast in favour of the resolution is 100%, I report that the special resolution as set out in the notice of AGM dated 07th August, 2019 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.



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Email Id: corporatesolutions14@gmail.com, (M) 09166611876

Resolution 12: Re-appointment of Mrs. Priyadarshini Kanoria (DIN: 00114513) as Whole Time Director

Total No. of shareholders	2104		
Total No. of shares	42645700		
		Number of shareholders/ Folio	Number of shares/votes
Total votes cast through remote e-voting	A	3	383
Total votes cast through polling at AGM	B	23	30546615
Grand Total of remote e-voting /polling at AGM (A+B)	C	26	30546998
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	2	115
Net remote e-voting/polling at AGM(c-d)	E	24	30546883

SUMMARY OF VOTING:

Resolution required :(Ordinary / Special)				Special 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 favor (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 & Promoter Group	E-VOTING	31535140	0	0.00	0	0	0.00	0.00
	POLL	31535140	30544740	96.859	30544740	0	100.00	0.00
	TOTAL	31535140	30544740	96.859	30544740	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	11110560	383	0.003	383	0	100.00	0.00
	POLL	11110560	1760	0.016	1760	0	100.00	0.00
	TOTAL	11110560	2143	0.019	2143	0	100.00	0.00
TOTAL		42645700	30546883	71.629	30546883	0	100.00	0.00

RESULT: -

Since, the number of votes cast in favour of the resolution is 100%, I report that the special resolution as set out in the notice of AGM dated 07th August, 2019 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.



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I further report that as per the notice dated 07th August, 2019 the chairman may declare and confirm the above result. The result of AGM together with the Scrutinizer's Report would be displayed on the company's website www.ainfrastructure.com and on the website of NSDL and shall also be communicated to the stock Exchange.

I further report that as per the said rules, the records maintained by me including the data as obtained from NSDL, the system provider for the remote e-voting facility extended by them as also a register recording the consent or otherwise received from the shareholders, voting through polling at AGM, which includes all the particulars of the shareholders such as the name, folio number /DPID/client ID, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares rejected, ballot papers and other related papers are in my safe custody which will be handed over to the chairman /company secretary of the company.

The report may be treated as a report under section 109 of the companies Act, 2013 and rule 21(2) of the companies (Management and Administration) Rules 2014.

I thank you for the opportunity given to act as a Scrutinizer for the remote e-voting and polling at AGM.

Yours Faithfully,



Name and Signature of the Scrutinizer
Anil Kumar Somani
Practicing Company Secretary
COP: 13379



Date: 28.09.2019
Place: Bhilwara