

A Infrastructure Limited

(Formerly Shree Pipes Limited)

Regd. Office & Works : Hamirgarh - 311 025, Distt. Bhilwara (Rajasthan) Phone : 01482-286102, FAX : 01482-286104
Web Site: www.aainfrastructure.com, Email: lokesh.m@kanoria.org, CIN : L25191RJ1980PLC002077

Ref: AIL/2019-20

Date: 15.06.2019

To
The Manager (Listings & Corporate Services),
Bombay Stock Exchange Ltd,
Phiroze Jeejeebhoy Towers, Dalal Street,
Kala Ghoda, Fort, Mumbai, Maharashtra 400001

BSE Code: 539620

Sub: Scrutinizer's report for Extra-Ordinary General Meeting held on 14.06.2019

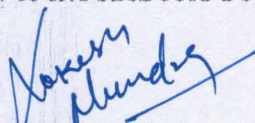
Dear Sir,

Please find enclosed Consolidated Scrutinizer's Report on Remote E-Voting and poll at Extra-Ordinary General Meeting of Equity Shareholders held on Friday, 14th June, 2019

Request you to kindly take the same on record.

Thanking you.

For **A INFRASTRUCTURE LIMITED**


(Lokesh Mundra)

Company Secretary

ANIL SOMANI & ASSOCIATES

Company Secretaries

B-4, Ganpati Complex, Near Vishal Mega Mart, Pur Road, 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 Extra-Ordinary General Meeting of Equity Shareholders held on Friday, 14th June, 2019

Pursuant to the resolution passed by the Board of directors of **A INFRASTRUCTURE LIMITED** (hereinafter referred to as "company") on 30th April, 2019, I had been appointed as the scrutinizer for the remote e-voting process and polling to be carried out at the Extra-Ordinary General meeting (hereinafter referred to as "EGM") in fair and transparent manner and ascertaining the requisite majority in respect of the resolutions contained in the notice to the EGM 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 EGM notice dated 30th April, 2019. The members of the company as on the cut- off date i.e. 07th JUNE, 2019 were entitled to vote on the resolutions contained in the notice to the EGM of the members of the company.



ANIL SOMANI & ASSOCIATES

Company Secretaries

B-4, Ganpati Complex, Near Vishal Mega Mart, Pur Road, Bhilwara, Rajasthan -311001
Email Id: corporatesolutions14@gmail.com, (M) 09166611876

	TYPE AND DESCRIPTION OF THE RESOLUTION
1) Special Resolution: Continuation of directorship of Sh. Munna Lal Goyal, independent director and who has attained age of more than 75 years	<p>Special Resolution: "RESOLVED THAT pursuant to the provisions of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and subject to such approvals, consents, permissions, as may be considered necessary from the appropriate authorities consent of the Members of the Company be and is hereby accorded for continuation of the Directorship of Sh. Munna Lal Goyal (DIN: 01427276), Independent Director of the Company, who has already attained the age limit of 75 years and aged around 88 years at present, on the existing terms and conditions, from the effective date of the said amended regulations i.e. April 01, 2019 till the expiry of his present tenure on 25th September, 2019"</p> <p>"RESOLVED FURTHER THAT the Board of Director of the Company be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to undertake all other activities as may be incidental or expedient in this regard"</p>

Further to the above, I submit my report as under: -

- 1) As confirmed by management, the EGM notice dated 30th April, 2019 under section 101 of the Companies Act, 2013 was dispatched to 2108 (Two Thousand One Hundred and Eight) shareholders (cutoff date for sending EGM notice is 15th May, 2019) by registered post/courier and electronic means via e-mail respectively on or before 21st May, 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 23rd May, 2019 in "The Financial Express." English newspaper and "Rajasthan Patrika", vernacular newspaper, informing about the completion of the dispatch of the EGM 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, 11th June, 2019 at 10.00 a.m. and ended on Thursday, 13th June, 2019, at 5.00 p.m.
- 4) The members of the company as on the cut-off date i.e. 07th June, 2019 were entitled to vote on the resolutions.
- 5) The empty polling box was locked and sealed in the presence of members. After the conclusion of voting at EGM, 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 07th June, 2019 were 42645700. As on cut-off date, out of 2102 shareholders, 2 (Two) shareholder has exercised their votes through remote e- voting and 17 (Seventeen) shareholders has exercised their vote through poll at the EGM. The results (consolidated) for the item placed for consideration by the members is given below.



ANIL SOMANI & ASSOCIATES

Company Secretaries

B-4, Ganpati Complex, Near Vishal Mega Mart, Pur Road, Bhilwara, Rajasthan -311001

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

Resolution 1: Continuation of directorship of Sh. Munna Lal Goyal, independent director who has attained age of more than 75 years

Total No. of shareholders	2102		
Total No. of shares	42645700		
		Number of shareholders/ Folio	Number of shares/votes
Total votes cast through remote e-voting	A	2	84
Total votes cast through polling at EGM	B	17	30545987
Grand Total of remote e-voting /polling at EGM (A+B)	C	19	30546071
Less: Invalid remote e-voting/polls at EGM*(on account of signature not matched)	D	3	267
Net remote e-voting/polling at EGM(c-d)	E	16	30545804

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	96.8594	30544740	0	100.00	0.00
	TOTAL	31535140	30544740	96.8594	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	84	0.0008	84	0	100.00	0.00
	POLL	11110560	980	0.0088	980	0	100.00	0.00
	TOTAL	11110560	1064	0.0096	1064	0	100.00	0.00
TOTAL		42645700	30545804	71.6269	30545804	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 EGM dated 30th April, 2019 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of EGM.



ANIL SOMANI & ASSOCIATES

Company Secretaries

B-4, Ganpati Complex, Near Vishal Mega Mart, Pur Road, Bhilwara, Rajasthan -311001
Email Id: corporatesolutions14@gmail.com, (M) 09166611876

I further report that as per the notice dated 30th April, 2019 the chairman may declare and confirm the above result. The result of EGM 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 EGM, 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 EGM.

Yours Faithfully,



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



Date: 15.06.2019
Place: Bhilwara