



Ref: 18/MAR/2022-23/CORP

March 28, 2023

Listing Compliance Department
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001

Dear Sirs,

Sub: Details of Voting Results and Scrutinizer's Report with respect to Postal Ballot

In furtherance to our letter dated February 21, 2023 (enclosing the Postal ballot Notice dated February 21, 2023) and pursuant to Regulation 51 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform that the Special Resolution for **Appointment of Mr. Vijay Maniar (DIN: 00750905) as a Non-Executive, Independent Director**, placed through the Postal Ballot Notice dated February 21, 2023 was passed with requisite majority, on Saturday, March 25, 2023 (the last date of voting).

The Report of the Scrutinizer dated March 28, 2023 issued by Ms. Ashwini Inamdar (FCS 9409, CP No. 11226), Partner of M/s. Mehta & Mehta is enclosed herewith.

You are requested to take the same on record.

Thanking you,

Yours sincerely,

For India Infradebt Limited

**Gaurav Tolwani
Company Secretary &
Compliance Officer**

Encl: a/a

India Infradebt Limited

The Capital, 'B' Wing, 1101 A,
Bandra Kurla Complex,
Mumbai 400051, India.
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Mehta & Mehta

COMPANY SECRETARIES

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Scrutinizer's Report

*[Pursuant to Section 110 of the Companies Act, 2013 read with
Rule 22 of the Companies (Management and Administration) Rules, 2014]*

To,

**India Infradebt Limited
The Capital, 'B' Wing, 1101A
Bandra Kurla Complex,
Mumbai - 400051**

Sub: Scrutinizer's Report on voting through Postal Ballot in terms of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014

Dear Sir,

I, **Ashwini Inamdar**, Partner, M/s. Mehta & Mehta, Practicing Company Secretaries have been appointed as a Scrutinizer by the Board of Directors of **India Infradebt Limited (Company)** for the purpose of receiving, processing and scrutinizing the Postal Ballot process carried out by the Company as per Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India on the resolutions as mentioned in the Notice of Postal Ballot dated February 21, 2023 in a fair and transparent manner and do hereby submit my report as under:

1. The Notice of Postal Ballot (Notice) was dispatched to the Members of the Company through post and e-mail on Tuesday, February 21, 2023.
2. The voting period commenced on Friday, February 24, 2023 (9.00 a.m. IST) and ended on Saturday, March 25, 2023 (5:00 p.m. IST) for voting through physical postal ballot form.
3. The Notice was sent in electronic form to all the Members whose email address are registered with Company/RTA/Depositories. Further, the physical copies of the Notice along with Postal Ballot forms and prepaid self-addressed business envelope were also sent to all the



Members in accordance with the requirements specified under the relevant Companies Act, 2013 provision. Accordingly, the communication of the assent or dissent of the Members took place through the Ballot papers only.

4. The Members of the Company holding shares as on the "cut off" date i.e., Friday, February 17, 2023 were entitled to vote on the proposed resolution.
5. The register, in accordance with Rule 22(10) of the Companies (Management & Administration) Rules, 2014, has been maintained physically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholder, number of shares held by them. There were no shares with differential voting rights in the Company, hence there is no requirement of maintaining of the list of shares with differential voting rights.
6. The result of the scrutiny of the above Postal Ballot through physical Postal Ballot in respect of passing of resolution contained in the Notice dated February 21, 2023 is as under:

1. Special Resolution: Appointment of Mr. Vijay Maniar (DIN: 00750905) as a Non-Executive, Independent Director

Votes in favor of the resolution:

Number of members who voted	Number of valid votes cast by them (shares)	% of total number of valid votes cast
4	86,78,71,197	100%

Votes against the resolution:

Number of members who voted	Number of valid votes cast by them (shares)	% of total number of valid votes cast
0	0	0

Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them (shares)	% of total number of votes cast
0	0	0

The above resolution has been passed by requisite majority since more than three-fourth of the votes were casted in favour of the resolution.



Thanking You,

For Mehta & Mehta
Company Secretaries

Ashwini Inamdar



Ashwini Inamdar

Scrutinizer

FCS No: F9409

CP No: 11226

UDIN: F009409D003330683

Place: Mumbai

Date: March 28, 2023

Countersigned by

Person authorised by the Board
For India Infradebt Limited
Suvek Nambiar
Managing Director & CEO
DIN: 06384380