

Haresh Sanghvi
Practicing Company Secretary

To,
The Chairman,

of 35th Annual General Meeting (“AGM”) of the Equity Shareholders of Ajmera Realty & Infra India Limited held on Thursday, August 25, 2022 at 4:00 p.m. through Video Conferencing (‘VC’) / Other Audio Visual Means (‘OAVM’)

Dear Sir,

Sub: Consolidated Scrutinizer’s Report on remote e-Voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rules framed thereunder and e-Voting at the 35th Annual General Meeting (“AGM”) of Ajmera Realty & Infra India Limited (“Company”)

1. I, Haresh Sanghvi, Practicing Company Secretary, had been appointed by the Board of Directors of **Ajmera Realty & Infra India Limited** (“the Company”) for the purpose of scrutinizing the:
 - i. Remote e-Voting process under the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended; and
 - ii. e-Voting at the 35th AGM by the equity shareholdersin respect of the resolutions contained in the Notice of 35th AGM of the Equity Shareholders (“AGM Notice”) of the Company held on Thursday, August 25, 2022 at 4:00 p.m. through Video Conferencing (‘VC’) / Other Audio Visual Means (‘OAVM’).
2. The AGM notice, as confirmed by the Company, was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the MCA Circular dated May 5, 2020 read with MCA Circulars dated April 8, 2020, April 13, 2020, January 13, 2021, December 14, 2021 and May 05, 2022 (collectively referred to as “MCA Circulars”) and SEBI Circular dated May 12, 2020, January 15, 2021 and May 13, 2022.
3. The Management of the Company is responsible to ensure the compliance with the requirements of (i) the Companies Act, 2013 and rules framed thereunder; (ii) MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 relating to e-Voting on the resolutions contained in the AGM Notice. The Management of the Company is responsible for ensuring a secured framework and robustness of the e-Voting systems.
4. My responsibility as a Scrutinizer for the e-Voting process (i.e. remote e-Voting and e-Voting at AGM) is restricted to ensure that the e-Voting process are conducted in a fair and transparent manner and presenting Consolidated Scrutinizer's report on the total votes cast "in favour" or "against" the resolutions contained in the AGM Notice, based on the reports generated from the e-Voting system provided by National Securities



A-6, Mazdock, 74/6, J P Road, Seven Bungalows, Andheri (W), Mumbai- 400061
M : 9920124310 email: hpsanghvic@gmail.com

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Depository Limited e-Voting System, (“NSDL”) the Agency engaged by the Company to provide e-Voting and documents furnished to me electronically by the Company and/or Agency for my verification.

Cut-Off

5. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the AGM Notice, i.e., Thursday, August 18, 2022 were entitled to vote on the resolutions (item nos. 1 to 5 as set out in the AGM Notice) and their voting rights were in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

6. Remote e-Voting and e-Voting process at the AGM:

- (i) The remote e-Voting period remained open from Monday, August 22, 2022 at 9:00 A.M. IST and ended on Wednesday, August 24, 2022 at 5:00 P.M. IST.
 - (ii) The Company had also provided e-Voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.
 - (iii) After the closure of e-Voting at the AGM on Thursday, August 25, 2022, the votes cast under e-Voting facility were unblocked and were counted.
 - (iv) Thereafter, the details containing, inter-alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-Voting website of NSDL, i.e., <https://www.evoting.nsdl.com> Based on the report generated by NSDL, data regarding the remote e-Voting and e-Voting at the meeting was scrutinized and reviewed.
7. I now submit herewith my Consolidated Scrutinizer’s Report on the results of remote e-Voting and e-Voting at AGM in respect of the said resolutions as under:

Item No. 1: Adoption of:

- a) **Audited Standalone Financial Statements for the financial year ended March 31, 2022 and Reports of the Board of Directors and Auditors thereon; and**
- b) **Audited Consolidated Financial Statements for the financial year ended March 31, 2022 and Report of the Auditors thereon**

Particulars	Remote e-Voting		e-Voting at AGM		Total		% of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	101	24547603	5	1008	106	24548611	99.99
Dissent	4	128	-	-	4	128	0.01
Total	105	24547731	5	1008	110	24548739	100



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Invalid Votes / Abstained from voting	Remote e-Voting		e-Voting at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	-	-	-	-

Item No. 2: Declaration of Dividend of Rs. 2.25/- (Rupees Two and Twenty-Five Paise only) per equity share of Rs. 10/- (Rupees Ten only) each

Particulars	Remote e-Voting		e-Voting at AGM		Total		% of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	103	24547698	5	1008	108	24548706	99.99
Dissent	2	33	-	-	2	33	0.01
Total	105	24547731	5	1008	110	24548739	100

Invalid Votes / Abstained from voting	Remote e-Voting		e-Voting at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	-	-	-	-

Item No. 3: Appointment of Mr. Rajnikant S. Ajmera (DIN: 00010833) as Director, who retires by rotation and being eligible, offers himself for appointment

Particulars	Remote e-Voting		e-Voting at AGM		Total		% of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	98	19001837	5	1008	103	19002845	99.99
Dissent	6	318	-	-	6	318	0.01
Total	104	19002155	5	1008	109	19003163	100

Invalid Votes / Abstained from voting	Remote e-Voting		e-Voting at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	-	-	-	-

Item No. 4: Appointment of M/s V Parekh & Associates, Chartered Accountants (Firm Registration No. 107488W) as Statutory Auditors of the Company

Particulars	Remote e-Voting		e-Voting at AGM		Total		% of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	101	24547603	5	1008	106	24548611	99.99
Dissent	4	128	-	-	4	128	0.01
Total	105	24547731	5	1008	110	24548739	100



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Invalid Votes / Abstained from voting	Remote e-Voting		e-Voting at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	-	-	-	-

Item No. 5: Ratification of Remuneration payable to Cost Auditors of the Company for Financial Year: 2022-23

Particulars	Remote e-Voting		e-Voting at AGM		Total		% of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	98	24546188	5	1008	103	24547196	99.99
Dissent	6	1343	-	-	6	1343	0.01
Total	104	24547531	5	1008	109	24548539	100

Invalid Votes / Abstained from voting	Remote e-Voting		e-Voting at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	-	-	-	-

8. The relevant records relating to remote e-Voting and e-Voting at AGM shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the 35th Annual General Meeting and the same shall thereafter be handed over to the Company Secretary for safe keeping.
9. This report has been issued at the request of the Company for (i) submission to Stock Exchanges and (ii) to be placed on website of the Company. This Report is not to be used for any other purpose or to be distributed to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.




HAREESH SANGHVI
Practicing Company Secretary
FCS 2259/ CoP No.3675
UDIN: F002259D000853538

Place: Mumbai
Date: 26th August, 2022