

28<sup>th</sup> September, 2022

To,

**Department of Corporate Relationship  
BSE Ltd.**

Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort, Mumbai – 400 001.  
Scrip Code: 539177

**The Calcutta Stock Exchange Limited**

7, Lyons Range, Murgighata, Dalhousie,  
Kolkata, West Bengal - 700 001.  
Scrip Code: 011262

Dear Sir / Madam,

**Sub: Scrutinizer's Report and Results of E-voting for 40<sup>th</sup> AGM of the Company held through Video Conferencing on September 27, 2022**

Pursuant to provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), 2015, we are submitting herewith the details regarding the voting results in the prescribed format, for the business transacted at the 40<sup>th</sup> AGM of the Company held on Tuesday, September 27, 2022 at 4:00 P.M. through Video Conferencing ("VC") or Other Audio visual Means ("OAVM") without physical presence of the Members at a common venue, in accordance with the General Circular Nos. 4/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020 and 02/2021 dated January 13, 2021 issued by Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India ("SEBI Circulars").

The Proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company situated at 707, Raheja Centre, Free Press Journal Road, Nariman Point, Mumbai – 400021, which shall be the deemed venue of the AGM.

The result of e-voting on each resolution was determined considering the aggregate of the votes cast by the members on each resolution, both through remote e-voting as well as e-voting during the AGM. Mr. Mayank Arora of M/s Mayank Arora & Co, Practicing Company Secretaries was appointed as Scrutinizer to scrutinize the voting through electronic means (i.e. remote e-voting and e- voting during the AGM) in a fair and transparent manner and he has issued Consolidated Scrutinizer's Report.

The Voting Results along with the Scrutinizer's Report will also be available on the Company's website at [www.authum.com](http://www.authum.com).

Request you to take note of the same.

**For Authum Investment & Infrastructure Limited**

**HITESH PRAVIN** Digitally signed by HITESH  
PRAVIN VORA  
VORA

**Hitesh Vora**  
**Company Secretary**  
**Mem. No.: A40193**

Date: 2022.09.28 18:41:33  
+05'30'

# MAYANK ARORA & Co.

## COMPANY SECRETARIES

FORM NO. MGT-13

### SCRUTINIZER'S CONSOLIDATED REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of 40<sup>th</sup> Annual General Meeting of **Authum Investment & Infrastructure Limited** held on Tuesday, 27<sup>th</sup> September, 2022 at 4:00 p.m. (IST) through Video Conferencing ("VC") or other audio visual means ("OAVM")

Dear Sir,

1. I, Mayank Arora, Practicing Company Secretary, proprietor of M/s. Mayank Arora & Co., Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Authum Investment & Infrastructure Limited ("**the Company**") for the purpose of Scrutinizing the process of voting through electronic means ("**e-voting**") in a fair and transparent manner on the resolutions contained in the notice dated 08<sup>th</sup> August, 2022 ("**Notice**") issued in accordance with General Circular No. 20/2020, 14/2020, 17/2020, 20/2022 and 03/2022 dated May 5, 2020, April 8, 2020, April 13, 2020, December 8, 2021 and May 5, 2022 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the 40<sup>th</sup> Annual General Meeting of its Equity Shareholders ("**the Meeting**" / "AGM") through VC / OAVM. The AGM was convened on Tuesday, 27<sup>th</sup> September, 2022 at 4:00 P.M. IST through VC / OAVM.
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015. As the Scrutinizer, I have to scrutinize:





- (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
- (ii) process of e-voting at the AGM through electronic voting system ("e-voting").

#### Management's Responsibility

3. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

#### Scrutinizer's Responsibility

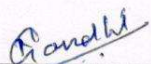
4. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or Central Depository Services Limited (CDSL) for my verification.

#### Cut-off date

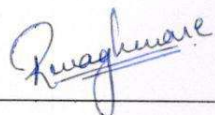
5. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Tuesday, September 20, 2022 were entitled to vote on the resolutions (item nos. 1 to 11 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

#### 6. Remote e-voting process:-

- i. The remote e-voting period remained open from Saturday, September 24, 2022 (9.00 a.m. IST) to Monday, September 26, 2022 (5.00 p.m. IST)
- ii. The votes cast were unblocked on Tuesday, 27<sup>th</sup> September 2022 after the conclusion of the AGM and was witnessed by two witnesses, Ms. Nishita Gandhi and Ms. Rashi Waghmare, who are not in the employment of the Company and/ or CDSL. They have signed below in confirmation of the same.

  
\_\_\_\_\_

Nishita Gandhi

  
\_\_\_\_\_

Rashi Waghmare





- iii. 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 CDSL, i.e., <https://www.evotingindia.com/>. Based on the report generated by CDSL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

**7. E-voting process at the AGM:-**

- i. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by CDSL under my instructions.
  - ii. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / CDSL and the authorizations lodged with the Company/ CDSL on test check basis.
  - iii. The e-votes cast were unblocked on Tuesday, 27<sup>th</sup> September 2022 after the conclusion of the AGM.
8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting, based on the reports generated by CDSL, scrutinized on test check basis and relied upon by me as under:-





**ORDINARY BUSINESS:**

**RESOLUTION NO 1: (AS AN ORDINARY RESOLUTION)**

**Adoption of Audited Standalone Financial Statements for the Financial Year ended March 31, 2022.**

**(I) Voted in favour of the resolution:**

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	56	13,51,25,159	100
Voting at AGM	1	90	0
Total	57	13,51,25,249	100

**(II) Voted against the resolution:**

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	4	905	0
Voting at AGM	0	0	0
Total	4	905	0

**(III) Invalid Votes:**

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

**Result:** Resolution passed with requisite majority





## RESOLUTION NO 2: (AS AN ORDINARY RESOLUTION)

Appointment of Mr. Sanjay Dangi (DIN: 00012833) as a Director liable to retire by rotation

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	53	1,37,34,024	100
Voting at AGM	1	90	0
Total	54	1,37,34,114	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	4	905	0
Voting at AGM	0	0	0
Total	4	905	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority.





**RESOLUTION NO 3: (AS AN ORDINARY RESOLUTION)**

**Ratification of the tenure of Statutory Auditors M/s. H. R. Agarwal & Associates.**

**(I) Voted in favour of the resolution:**

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	56	13,51,25,159	100
Voting at AGM	1	90	0
Total	57	13,51,25,249	100

**(II) Voted against the resolution:**

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	4	905	0
Voting at AGM	0	0	0
Total	4	905	0

**(III) Invalid Votes:**

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

**Result:** Resolution passed with requisite majority





**SPECIAL BUSINESS:**

**RESOLUTION NO 4: (AS A SPECIAL RESOLUTION)**

**Appointment of Mr. Haridas Bhat (DIN: 09691308), as an Independent Director of the Company**

**(I) Voted in favour of the resolution:**

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	56	13,51,25,159	100
Voting at AGM	1	90	0
Total	57	13,51,25,249	100

**(II) Voted against the resolution:**

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	4	905	0
Voting at AGM	0	0	0
Total	4	905	0

**(III) Invalid Votes:**

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

**Result: Resolution passed with requisite majority**





**RESOLUTION NO 5: (AS SPECIAL RESOLUTION)**

**Appointment of Mr. Rahul Bagaria (DIN: 06611268), as an Independent Director of the Company**

**(I) Voted in favour of the resolution:**

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	56	13,51,25,159	100
Voting at AGM	1	90	0
Total	57	13,51,25,249	100

**(II) Voted against the resolution:**

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	4	905	0
Voting at AGM	0	0	0
Total	4	905	0

**(III) Invalid Votes:**

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

**Result: Resolution passed with requisite majority**





**RESOLUTION NO 6: (AS AN ORDINARY RESOLUTION)**

**Revision in the terms of payment of remuneration to Mr. Amit Dangi, Whole Time Director & CFO (DIN: 06527044)**

**(I) Voted in favour of the resolution:**

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	53	1,37,34,024	100
Voting at AGM	1	90	0
Total	54	1,37,34,114	100

**(II) Voted against the resolution:**

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	4	905	0
Voting at AGM	0	0	0
Total	4	905	0

**(III) Invalid Votes:**

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

**Result:** Resolution passed with requisite majority





**RESOLUTION NO 7: (AS AN ORDINARY RESOLUTION)**

**Approval of remuneration payable to Mr. Divy Dangi, son of Director and Promoter of the Company**

**(I) Voted in favour of the resolution:**

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	53	1,37,34,024	100
Voting at AGM	1	90	0
<b>Total</b>	<b>54</b>	<b>1,37,34,114</b>	<b>100</b>

**(II) Voted against the resolution:**

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	4	905	0
Voting at AGM	0	0	0
<b>Total</b>	<b>4</b>	<b>905</b>	<b>0</b>

**(III) Invalid Votes:**

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**Result:** Resolution passed with requisite majority





**RESOLUTION NO 8: (AS A SPECIAL RESOLUTION)**

**Increasing the Borrowing Powers under Section 180(1) (c) of the Companies Act, 2013 up to Rs. 4,000 Cr.**

**(I) Voted in favour of the resolution:**

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	56	13,51,25,159	100
Voting at AGM	1	90	0
Total	57	13,51,25,249	100

**(II) Voted against the resolution:**

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	4	905	0
Voting at AGM	0	0	0
Total	4	905	0

**(III) Invalid Votes:**

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

**Result:** Resolution passed with requisite majority





**RESOLUTION NO 9: (AS A SPECIAL RESOLUTION)**

Approval for creation of charges, mortgages, hypothecation on the immovable and movable assets of the Company under Section 180(1) (a) of the Companies Act, 2013

**(I) Voted in favour of the resolution:**

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	56	13,51,25,159	100
Voting at AGM	1	90	0
Total	57	13,51,25,249	100

**(II) Voted against the resolution:**

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	4	905	0
Voting at AGM	0	0	0
Total	4	905	0

**(III) Invalid Votes:**

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

**Result:** Resolution passed with requisite majority





**RESOLUTION NO 10: (AS A SPECIAL RESOLUTION)**

Approval for raising of additional capital by way of one or more public or private offerings including through a Qualified Institutions Placement ('QIP') to eligible investors through an issuance of equity shares or other eligible securities for an amount not exceeding Rs. 750 Crore

**(I) Voted in favour of the resolution:**

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	56	13,51,25,159	100
Voting at AGM	1	90	0
Total	57	13,51,25,249	100

**(II) Voted against the resolution:**

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	4	905	0
Voting at AGM	0	0	0
Total	4	905	0

**(III) Invalid Votes:**

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

**Result:** Resolution passed with requisite majority





**RESOLUTION NO 11: (AS AN ORDINARY RESOLUTION)**

**Approval for Related Party Transactions.**

**(I) Voted in favour of the resolution:**

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	53	1,37,34,024	100
Voting at AGM	1	90	0
Total	54	1,37,34,114	100

**(II) Voted against the resolution:**

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	4	905	0
Voting at AGM	0	0	0
Total	4	905	0

**(III) Invalid Votes:**

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

**Result:** Resolution passed with requisite majority



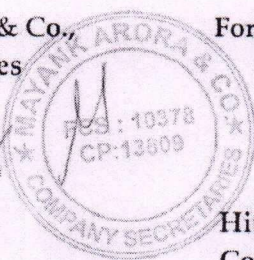


8. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Mr. Hitesh Vora (Company Secretary and Compliance Officer), for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.
9. The consolidated result of the votes cast (by Remote E-Voting and voting at AGM) is provided as **Annexure 1** to this report.

Thanking You,  
Yours Faithfully,

For Mayank Arora & Co.  
Company Secretaries

Mayank Arora  
Proprietor



For Authum Investment & Infrastructure Limited

Hitesh Vora

Company Secretary and Compliance Officer



Place: Mumbai

Date: 28/09/2022

UDIN: F010378D001064464

*Note:*

*Shareholders voted with 2 different Folios, are counted as 2 for the purpose voting results  
The votes casted by Related Parties are not considered.*



## Annexure 1

Consolidated result of voting (by remote e-voting and e-voting) for resolution numbers 1 to 11 of the Notice of the 40<sup>th</sup> Annual General Meeting of "Authum Investment & Infrastructure Limited" held on Tuesday, September 27, 2022 at 04:00 P.M (IST):-

Resolution No.	Total Valid Votes Cast			Voted in favour of resolution				Voted against the resolution			
	Remote E-voting	E-voting at AGM	Total	Remote E-voting	E-voting at AGM	Total	%	Remote E-voting	E-voting at AGM	Total	%
1.	13,51,26,064	90	13,51,26,154	13,51,25,159	90	13,51,25,249	100	905	0	905	0
2.	1,37,35,019	90	1,37,35,109	1,37,34,024	90	1,37,34,114	100	905	0	905	0
3.	13,51,26,064	90	13,51,26,154	13,51,25,159	90	13,51,25,249	100	905	0	905	0
4.	13,51,26,064	90	13,51,26,154	13,51,25,159	90	13,51,25,249	100	905	0	905	0
5.	13,51,26,064	90	13,51,26,154	13,51,25,159	90	13,51,25,249	100	905	0	905	0
6.	1,37,35,019	90	1,37,35,109	1,37,34,024	90	1,37,34,114	100	905	0	905	0
7.	1,37,35,019	90	1,37,35,109	1,37,34,024	90	1,37,34,114	100	905	0	905	0
8.	13,51,26,064	90	13,51,26,154	13,51,25,159	90	13,51,25,249	100	905	0	905	0
9.	13,51,26,064	90	13,51,26,154	13,51,25,159	90	13,51,25,249	100	905	0	905	0
10.	13,51,26,064	90	13,51,26,154	13,51,25,159	90	13,51,25,249	100	905	0	905	0
11.	1,37,35,019	90	1,37,35,109	1,37,34,024	90	1,37,34,114	100	905	0	905	0

For Mayank Arora & Co.,  
Company Secretaries

Mayank Arora  
Proprietor



For Authum Investment & Infrastructure Limited

Hitesh Vora  
Company Secretary and Compliance Officer



Place: Mumbai

Date: 28/09/2022

UDIN: F010378D001064464