

# AJR INFRA AND TOLLING LIMITED

(Formerly Gammon Infrastructure Projects Limited)

Date: 30<sup>th</sup> December, 2023

To,  
The Listing Department  
**National Stock Exchange of India Limited**  
Exchange Plaza, C-1, Block-G,  
Bandra – Kurla Complex, Bandra (E),  
Mumbai – 400 051  
**Scrip ID – AJRINFRA**

To,  
Listing Department  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001  
**Scrip Code – 532959**

Dear Sir / Madam,

**Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Scrutinizer's Report of the 22<sup>nd</sup> Annual General Meeting**

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Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements), Regulations, 2015, please find enclosed the Scrutinizer's Report on the business transacted at the 22<sup>nd</sup> Annual General Meeting of the Company held on Friday, 29<sup>th</sup> December, 2023 at 3.30 p.m. through Video Conferencing / Other Audio Visual Means.

Please take the same on records.

Yours faithfully

For, **AJR Infra And Tolling Limited**  
(formerly Gammon Infrastructure Projects Limited)

*Kaushal Shah*  
Ms Kaushal Shah  
Company Secretary & Compliance Officer



Encl: As above

**Veeraraghavan. N**  
Practicing Company Secretary  
B. Sc., LLB., A.C.S.

11 – H – 304 Neelam Nagar, Phase - 2  
Mulund – East  
Mumbai 400081  
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### **REPORT OF SCRUTINIZER**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies  
(Management and Administration) Rules, 2014]

To,  
The Chairperson  
Annual General Meeting of the equity shareholders of  
**AJR Infra And Tolling Limited**  
(formerly Gammon Infrastructure Projects Limited)  
held on Friday, 29<sup>th</sup> December, 2023 at 3:30 p.m. through Video Conferencing (“VC”) /  
Other Audio Visual Means (“OAVM”)

Madam,

I, Veeraraghavan. N, a Company Secretary in Practice had been appointed as the Scrutinizer by the Board of Directors of AJR Infra And Tolling Limited (formerly Gammon Infrastructure Projects Limited) (CIN: L45203MH2001PLC131728) to scrutinize the remote e-voting and e-voting Process at the Annual General Meeting (“AGM”) held through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in fair and transparent manner in respect of the resolutions as proposed in the Notice dated 30<sup>th</sup> October, 2023 and hereby submit my report as under:

1. The notice was sent to all the Members who were entitled to vote on the proposed resolutions as mentioned in the Notice of the AGM of the Company through electronic mode in accordance with the circulars issued by Ministry of Corporate Affairs and Securities And Exchange Board of India.
2. The Company had published a notice in regard to dispatch of Notice through Email and e-voting information in The Free Press Journal in English language and Navshakti in Marathi language on 6<sup>th</sup> December, 2023.
3. The Company had availed the e-voting facility offered by the Central Depository Services (India) Limited for conducting remote e-voting and e-voting during the AGM by the shareholders of the Company.
4. The shareholders of the Company holding shares as on cut-off date i.e. 22<sup>nd</sup> December, 2023 were entitled to vote on the proposed resolutions.



5. The remote e-voting facility commenced from 9.00 a.m. on Tuesday, 26<sup>th</sup> December, 2023 to Thursday, 28<sup>th</sup> December, 2023 at 5.00 p.m.
6. The shareholders attending the AGM through VC / OAVM who had not cast their vote through remote e-voting could cast their vote for a period of 15 minutes after the conclusion of the AGM.
7. After the conclusion of the e-voting at the AGM, the votes cast under remote e-voting and votes casted through e-voting during the AGM were downloaded and then the votes cast were counted.
8. I have scrutinized and reviewed the e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited e-voting system.
9. The requisite quorum was present (including two directors who are also shareholders of the Company) for the AGM through VC / OAVM.
10. The combined result of the remote e-voting and e-voting process at the AGM is as under:

**Resolution 1 - Adoption of Audited Financial Statements (including consolidated financial statements) for the financial year ended 31<sup>st</sup> March, 2023 and Reports of the Board of Directors and Auditors thereon: Ordinary Resolution**

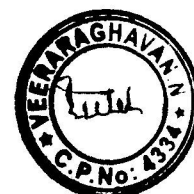
Particulars	Number of			Number of Votes contained in			%
	E-voters	Postal Ballot Forms	Total	E-votes	Postal Ballot Forms	Total	
Assent	101	0	101	5,76,47,477	0	5,76,47,477	99.99
Dissent	9	0	9	222	0	222	0.01
Invalid	1	0	1	19,39,99,800	0	19,39,99,800	0.00

The shares held by the Promoter Company are pledged and the pledgee has the right to vote, hence votes cast by the Promoter Company have been considered as invalid.

**Resolution 2 - Re-appointment of Mr. Mineel Mali, Whole-Time Director (DIN – 06641595) who retires by rotation and being eligible, offers himself for re-appointment: Ordinary Resolution**

Particulars	Number of			Number of Votes contained in			%
	E-voters	Postal Ballot Forms	Total	E-votes	Postal Ballot Forms	Total	
Assent	92	0	92	5,65,79,700	0	5,65,79,700	98.14
Dissent	19	0	19	10,68,425	0	10,68,425	1.86
Invalid	1	0	1	19,39,99,800	0	19,39,99,800	0.00

The shares held by the Promoter Company are pledged and the pledgee has the right to vote, hence votes cast by the Promoter Company have been considered as invalid.



**Resolution 3 - Re-appointment of Mr. Mahendra Kumar Agrawala as an Independent Director of the Company, not liable to retire by rotation: Ordinary Resolution**

Particulars	Number of			Number of Votes contained in			%
	E-voters	Postal Ballot Forms	Total	E-votes	Postal Ballot Forms	Total	
Assent	93	0	93	5,66,22,200	0	5,66,22,200	98.22
Dissent	18	0	18	10,25,925	0	10,25,925	1.78
Invalid	1	0	1	19,39,99,800	0	19,39,99,800	0

The shares held by the Promoter Company are pledged and the pledgee has the right to vote, hence votes cast by the Promoter Company have been considered as invalid.

**Resolution 4 - Revision in remuneration of Mr. Mineel Mali, Whole-Time Director of the Company: Special Resolution**

Particulars	Number of			Number of Votes contained in			%
	E-voters	Postal Ballot Forms	Total	E-votes	Postal Ballot Forms	Total	
Assent	90	0	90	5,65,74,700	0	5,65,74,700	98.14
Dissent	21	0	21	10,73,425	0	10,73,425	1.86
Invalid	1	0	1	19,39,99,800	0	19,39,99,800	0

The shares held by the Promoter Company are pledged and the pledgee has the right to vote, hence votes cast by the Promoter Company have been considered as invalid.




**Resolution 5 - Ratification of the remuneration payable to Ms. Bina Devendra Sampat, Cost Accountant, appointed as the Cost Auditors of the Company for the financial year ending 31<sup>st</sup> March, 2019: Ordinary Resolution**

Particulars	Number of			Number of Votes contained in			%
	E-voters	Postal Ballot Forms	Total	E-votes	Postal Ballot Forms	Total	
Assent	94	0	94	5,73,68,302	0	5,73,68,302	99.52
Dissent	17	0	17	2,79,823	0	2,79,823	0.48
Invalid	1	0	1	19,39,99,800	0	19,39,99,800	0

11. The above-mentioned resolution passed with requisite majority.

You are requested to kindly declare the said results to the shareholders of the Company.

Dated: 30<sup>th</sup> December, 2023

  
Veeraraghavan.N  
Scrutinizer  
C. P. No. 4334  
UDIN: A006911E003073513

