# PM AGARWAL & CO.

## **COMPANY SECRETARIES**

Regd. Off: 503, Atlanta Estate, Near Virwani Estate, Goregaon East, Mumbai-400063.

Form No. MGT-13 Report of Scrutinizer

(Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014.

To **CHAIRMAN** MANAV INFRA PROJECTS LIMITED **MUMBAI** 

Re: Consolidated Scrutinizer Report on the remote e-voting and e-voting conducted at the AGM pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 as amended for the 14th Annual General Meeting of M/s Manav Infra Projects Limited held on Wednesday, the 27th September, 2023 at 11:00 A.M. IST through Video Conferencing (VC)/other Audio Visual Means (OVAM).

I, Priyanka M. Agarwal, appointed as Scrutinizer by the Board of Directors of Manav Infra Projects Limited to conduct remote e-voting as well as electronic voting at the 14th Annual General Meeting of the equity shareholders of Manav Infra Projects Limited held on Wednesday, the 27th September, 2023 at 11:00 A.M. IST submit my report as under:

- 1. The Company held its 14th Annual General Meeting on Wednesday, the 27th September, 2023 through Video Conferencing at 11:00 A.M. in accordance with the provisions of the Companies Act, 2013 read with the general circulars numbers 14/2020, dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 5, 2020 and MCA Circular No. 2/2021 dated January 13, 2021, issued by the Ministry of Corporate Affairs and SEBI (LODR) Regulations, 2015.
- The Company had availed the e-voting facility offered by NSDL, Mumbai for conducting remote evoting and e-voting at the AGM by the shareholders of the Company.
- 3. The period for remote e-voting remained open from 23rd September, 2023 at 10:00 A.M. to 26th September, 2023, 05:00 P.M. as mentioned in the Notice convening 14th AGM.
- 4. The Company had provided e-voting facility to the shareholders who attended the AGM through VC/OAVM and who had not cast their vote in remote e-voting.
- The shareholders of the Company, who was holding shares as on the cut-off date of 20th September, 2023, were entitled to vote on the resolutions as contained in the Notice of the 14th AGM.
- The compliance with the provisions of the Companies Act, 2013 and the rules made thereunder relating to e-voting at the AGM by the shareholders on the resolutions set out in the Notice of the 14th AGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer for remote e-voting prior to AGM and the voting conducted through electronic voting (remote) at the AGM is restricted to issuance of Report on the total votes cast in favour or against, if any on the resolutions contained in the Notice of the 14th AGM.



7. Based on the data downloaded from the official website of NSDL, I submit the report as under on the result of the remote e-voting prior to AGM and e-voting at the AGM in respect of the following resolutions:

Resolution No. 1 - Adoption of Financial Statements for the year ended as on March 31, 2023

. Voted in favour of the resolution:

No. of Members present and Voting (in person or by proxy or through Video Conferencing or through E-	No. of votes cast by them	% of total number of valid votes cast
voting)	5008000	97.51

ii. Voted in against of the resolution:

No. of Members present and Voting (in person or by proxy or through Video Conferencing or through E-	No. of votes cast by them	% of total number of valid votes cast
voting)	128000	2.49

iii. Invalid Votes:

No. of Members present and Voting (in person or by proxy or through Video Conferencing or through E-	No. of votes cast by them	% of total number of valid votes cast
voting) NIL	NIL	NIL

Resolution No. 2 –Appointment of Mr. Dinesh Shivnath Yadav (DIN-07843240), Director of the Company who retires by rotation and being eligible offers himself for re-appointment.

i. Voted in favour of the resolution:

No. of Members present and Voting (in person or by proxy or through Video Conferencing or through E-	No. of votes cast by them	% of total number of valid votes cast
voting)	5008000	97.51

ii. Voted in against of the resolution:

No. of Members present and Voting (in person or by proxy or through Video Conferencing or through E-voting)	No. of votes cast by them	% of total number of valid votes cast
1	128000	2.49

iii. Invalid Votes:

No. of Members present and Voting (in person or by proxy or through Video Conferencing or through E-	No. of votes cast by them	% of total number of valid votes cast
voting) NIL	NIL	NIL



Resolution No. 3 – Authority to Board of Directors in terms of Section 180 (1) (c) to borrow Fund upto the sum not exceeding Rs. 20 Crores.

# Voted in favour of the resolution:

No. of Members present and Voting (in person or by proxy or through Video Conferencing or through E-	No. of votes cast by them	% of total number of valid votes cast
voting)	5136000	100

ii. Voted in against of the resolution:

No. of Members present and Voting (in person or by proxy or through Video Conferencing or through E-	No. of votes cast by them	% of total number of valid votes cast
voting)	0	0

### iii. Invalid Votes:

No. of Members present and Voting (in person or by proxy or through Video Conferencing or through E-	No. of votes cast by them	% of total number of valid votes cast
voting) NIL	NIL	NIL

Resolution No. 4 – Approval of the powers of the Board to create such mortgages, charges and hypothecation on the assets of the Company up to the sum not exceed Rs. 20 Crores (U/s 180(1)(a) of the Companies Act, 2013.)

i. Voted in favour of the resolution:

No. of Members present and Voting (in person or by proxy or through Video Conferencing or through E-	No. of votes cast by them	% of total number of valid votes cast
voting)	5008000	97.51

ii. Voted in against of the resolution:

No. of Members present and Voting (in person or by proxy or through Video Conferencing or through E-	No. of votes cast by them	% of total number of valid votes cast
voting)	128000	2.49

### iii. Invalid Votes:

No. of Members present and Voting (in person or by proxy or through Video Conferencing or through E-	No. of votes cast by them	% of total number of valid votes cast
voting)	NIII	NIL
NIL	NIL	1112



Resolution No. 5 - Approval of revision in the remuneration of Mr. Mahendra Narayan Raju, Managing Director not exceeding Rs. 48 Lacs Per Annum.

# i. Voted in favour of the resolution:

No. of Members present and Voting (in person or by proxy or through Video Conferencing or through E-	No. of votes cast by them	% of total number of valid votes cast
voting)	759000	85.57

Voted in against of the resolution:

No. of Members present and Voting (in person or by proxy or through Video Conferencing or through E-voting)	No. of votes cast by them	% of total number of valid votes cast
1	128000	14.43

### Invalid Votes:

No. of Members present and Voting (in person or by proxy or through Video Conferencing or through E-	No. of votes cast by them	% of total number of valid votes cast
voting) NIL	NIL	NIL

Resolution No. 6 - Approval of revision in the remuneration of Mr. Dinesh Shivnath Yadav, Executive Director not exceeding Rs. 10 Lacs Per Annum.

### Voted in favour of the resolution: i.

No. of Members present and Voting (in person or by proxy or through Video Conferencing or through E-	No. of votes cast by them	% of total number of valid votes cast
voting)	5008000	97.51

Voted in against of the resolution:

Voted in against of the resolu No. of Members present and Voting (in person or by proxy or through Video Conferencing or through E-	- 1 1	% of total number of valid votes cast
voting)	128000	2.49

#### Invalid Votes: iii.

No. of Members present and Voting (in person or by proxy or through Video Conferencing or through E-	No. of votes cast by them	% of total number of valid votes cast
voting)	NIII	NIL
NIL	NIL	TVID



Resolution No. 7 – To increase the Authorised Share Capital of the Company.

### iv. Voted in favour of the resolution:

No. of Members present and Voting (in person or by proxy or through Video Conferencing or through E- voting)	No. of votes cast by them	% of total number of valid votes cast
10	5136000	100

### v. Voted in against of the resolution:

No. of Members present and Voting	No. of votes cast by them	% of total number of valid
(in person or by proxy or through Video Conferencing or through E-		votes cast
voting)	0	0

### vi. Invalid Votes:

No. of Members present and Voting (in person or by proxy or through Video Conferencing or through E- voting)	No. of votes cast by them	% of total number of valid votes cast
NIL	. NIL	NIL

Resolution No. 8 - Alteration of Memorandum of Association of Company pursuant to increase in ASC.

### vii. Voted in favour of the resolution:

No. of Members present and Voting (in person or by proxy or through Video Conferencing or through E- voting)	No. of votes cast by them	% of total number of valid votes cast
10 .	5136000	100

## viii. Voted in against of the resolution:

No. of Members present and Voting (in person or by proxy or through Video Conferencing or through E- voting)	No. of votes cast by them	% of total number of valid votes cast
0	0	0

### ix. Invalid Votes:

No. of Members present and Voting (in person or by proxy or through Video Conferencing or through E-	No. of votes cast by them	% of total number of valid votes cast
voting) NIL	NIL	NIL



Resolution No. 9 - Alteration of Articles of Association of Company pursuant to increase in ASC.

Voted in favour of the resolution:

x. Voted in favour of the resolution.  No. of Members present and Voting (in person or by proxy or through Video Conferencing or through E-	1 1 1 1 1 1	% of total number of valid votes cast
voting)	5136000	100

Voted in against of the resolution:

Invalid Votes: xii.

TTT	NIL
	IL

Place: Mumbai Date: 27.09.2023 For P M Agarwal & Co. Company Secretaries

Priyanka Agarwal (Proprietor)

UDIN A051154E001104096

C.P. No. 19363 A.C.S. No. 51154

Peer Review No.: 1654/2022

Sr. No.	Particulars	Details
1	Date of AGM/EGM	Annual General Meeting 27th September, 2023
2	No. of Shareholders Present in the meeting either in person or through proxy or through E-voting:	
	Promoters and Promoter Group: Public:	Not Applicable Not Applicable
3	No. of Shareholders attended the meeting through Video Conferencing	
	Promoters and Promoter Group:	3
	Public:	5

To receive, cons	sider and adopt	the Audited	Financial Sta	tement of the Co	mpany for th	ne financial	year ended 31st Marc	h, 2023 together
with the Report			*					
Resolution Type	e: Ordinary		8					
Whether promo	ter/promoter g	group are inte	erested in the	Agenda/Resolut	ion?: No			
Resolution No.				)S				
Category	Mode of Voting	Total No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – in against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of vote against or voted polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting/ or through Video Conferenci	4999000	4999000	100	4999000	0	100	0
	Poll/Postal Ballot*		0	0	0 <b>4999000</b>	0	100	0
	Total	4999000	4999000	100		0	0	0
Public – Institutional Holders	E-Voting Poll/Postal Ballot*	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public –Non Institutional Holders	E-Voting Poll/Postal Ballot*	1837000	137000	7.46	9000	128000	6.57	93.43
	Total	1837000	137000	7.46	9000	128000	6.57	93.43
Total		6836000	5136000	75.13	5008000	128000	97.51	2.49



nerself for re-app	ointment.							
Resolution Type:	Ordinary	into	rested in the	Agenda/Resoluti	on?: No			
Whether promot	er/promoter gi	roup are inte	rested in the	rigerian, receipt			-	
Resolution No. 2 Category	Mode of Voting	Total No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – in against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of vote against or voted polled (7)=[(5)/(2)]* 100
Promoter Or Vide Cooring Pol	E-Voting/ or through Video Conferenci	4999000	4999000	100	4999000	0	100	
	ng Poll/Postal Ballot*		0	0	0	0	0	0
	Total	4999000	4999000	100	4999000	0	100	0
Public -	E-Voting	0	0	0	0	0	0	0
Institutional	Poll/Postal Ballot*		0 -	0	0	0	0	
Holders	Total	0	0	0	0	0	0	0
- 11' N		0	137000	7.46	9000	128000	6.57	93.43
Public –Non Institutional	E-Voting Poll/Postal	1837000	0	0	0	0	0	0
Holders	Ballot*	100000	427000	7.46	9000	128000	6.57	93.43
	Total	1837000 6836000	137000 5136000	75.13	5008000	128000	97.51	2.49



a book	0 1						ım not exceeding Rs.	
Resolution Type:	Special	are inte	rested in the	Agenda/Resoluti	on?: No			
Whether promot	er/promoter g	roup are inte	rested in the	8				
Resolution No. 3 Category	Mode of Voting	Total No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on voted polled (7)=[(5)/(2)]* 100
Promoter Group	E-Voting/ or through Video Conferenci	4999000	4999000	100	4999000			
	ng Poll/Postal Ballot*		0	0	0	0	0	0
	Total	4999000	4999000	100	4999000	0	100	0
Public -	E-Voting	0	0	0	0	0	0	0
Institutional	Poll/Postal Ballot*		0	0	0	0	0	
Holders	Total	0	0	0	0	0	0	0
D 11' NT		U	137000	7.46	137000	0	100	0
Public –Non Institutional	Poll/Postal Ballot*	1837000	0	0	0	0	0	0
Holders	Total	1837000	137000	7.46	137000	0	100	0
Total	Total	6836000	5136000	75.13	5136000	0	100	U



Approval of the powers of the Board to create such mortgages, charges and hypothecation on the assets of the Company up to the sum not exceed Rs. 20 Crores (U/s 180(1)(a) of the Companies Act, 2013.)

Resolution Type: Special Whether promoter/promoter group are interested in the Agenda/Resolution?: No

Whether promote	er/promoter gi	roup are inte	rested in the	rigerida, reconst				
Resolution No. 4	Mode of Voting	Total No. of Shares held (1)		% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes – in favour	No. of Votes – in against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on voted polled (7)=[(5)/(2)]*
Promoter and Promoter Group	E-Voting/ or through Video Conferenci	4999000	4999000	100	4999000	0	100	0
Pol Bal	ng Poll/Postal		0	0	0	0	0	0
	Ballot*	4999000	4999000	100	4999000	0	100	0
Public –	E-Voting Poll/Postal	0	0	0	0	0	0	0
Institutional Holders	Ballot*	0	0	0	0	0	0	0
Public -Non	Total E-Voting			7.46	9000	128000	6.57	93.43
Institutional Holders	Poll/Postal	1837000	0	0	0	0	0	0
	Ballot*	4027000	137000	7.46	9000	128000	6.57	93.43
Total	Total	1837000 6836000	5136000	75.13	5008000	128000	97.51	2.49



Annum.		e remunerat	lon or min i	,			tor not exceeding R	
Resolution Type:	Ordinary		1 !	A conda /Resoluti	on?:Yes			
Whether promote	er/promoter g	roup are inte	rested in the	Agenda/Resoluti				
Resolution No. 5				% of Votes	No. of	No. of	% of votes in	% of votes
Category	Mode of Voting	Total No. of Shares held (1)	No. of votes polled (2)	Polled on outstanding shares $(3) = [(2)/(1)]*100$	Votes – in favour (4)	Votes – in against (5)	favour on votes polled (6)=[(4)/(2)]*100	against or voted polled (7)=[(5)/(2)]* 100
			750000	15	750000	0	100	0 -
Promoter Group	E-Voting/ or through Video Conferenci	4999000	73000					
	ng Poll/Postal		0	0	0	0	0	0
	Ballot*		750000	15	750000	0	100	0
	Total	4999000	750000	0	0	0	0	0
Public – Institutional	E-Voting Poll/Postal	0	0	0	0	0	0	0
Holders	Ballot*			0	0	0	0	0
	Total	0	0	7.46	9000	128000	6.57	93.43
Public –Non Institutional	Poll/Postal	1837000	137000	0	0	0	0	0
Holders	Ballot*		427000	7.46	9000	128000	6.57	93.43
/	Total	1837000 6836000	137000 887000	12.98	759000	128000	85.57	14.43



Approval of revi	sion in the rem	uneration of	Mr. Dinesh	Yadav, Executive	Director not	exceeding .	Rs. 10 Lacs Per Annu	ım.
2 1 T	Ondinger							
Whether promot	rer/promoter g	roup are inte	rested in the	Agenda/Resoluti	on?: No			
Resolution No. 6	5						0/ 6	% of votes
Category	Mode of Voting	Total No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – in against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	against or voted polled (7)=[(5)/(2)]* 100
Promoter Group	E-Voting/ or through Video Conferenci	4999000	4999000	100	4999000	0	100	
	ng Poll/Postal		0	0	0	0	0	0
	Ballot*	4999000	4999000	100	4999000	0	100	0
	Total	0	0	0	0	0	0	0
Public – Institutional	E-Voting Poll/Postal	0	0	0	0	0	0	0
Holders	Ballot*	0	0	0	0	0	0	0
Public -Non	Total E-Voting	1927000	137000	7.46	9000	128000	6.57	93.43
Institutional Holders	Poll/Postal	1837000	0	0	0	0	0	0
	Ballot*	1837000	137000	7.46	9000	128000	6.57	93.43
Total	Total	6836000	5136000	75.13	5008000	128000	97.51	2.49



D 1 ' T	Ordinary		the Company					
Whather promot	er/promoter of	roup are inte	rested in the	Agenda/Resoluti	on?: No			
Resolution No. 7	7							0/ 6
Category	Mode of Voting	Total No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – in against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against or voted polled (7)=[(5)/(2)]* 100
Promoter and	E-Voting/		4999000	100	4999000	0	100	
Promoter Group	or through Video Conferenci	4999000					-	۰
	Poll/Postal		0	0	0	0	0	0
	Ballot* Total	4999000	4999000	100	4999000	0	100	0
n 11'		0	0	0	0	0	0	0
Public – Institutional	E-Voting Poll/Postal Ballot*	0	0	0	0	0	0	0
Holders	Total	0	0	0	0	0	0	0
Public –Non Institutional Holders	E-Voting	1837000	137000	7.46	137000	0	100	0
	Poll/Postal Ballot*	2007000	0	0	0	0	0	0
	Total	1837000	137000	7.46	137000	0	100	0
Total	TOTAL	6836000	5136000	75.13	5136000	0	100	0



ted	0 1			oursuant to increa				
Resolution Type:	Special	and into	rested in the	Agenda/Resoluti	on?: No			
Whether promot	er/promoter g	roup are inte	rested in the	rigerian, received			-	
Resolution No. 8			No. of	% of Votes	No. of	No. of	% of votes in	% of votes
Category	Mode of Voting	Total No. of Shares held (1)	No. of votes polled (2)	Polled on outstanding shares (3) = [(2)/(1)]*100	Votes – in favour (4)	Votes – in against	favour on votes polled (6)=[(4)/(2)]*100	against on voted polled (7)=[(5)/(2)]* 100
Promoter and	E-Voting/		4999000	100	4999000	0	100	
Promoter	or through							
Group	Video							
1	Conferenci	4999000						
	ng						0	0
	Poll/Postal		0	0	0	0	0	0
	Ballot*				4000000	0	100	0
	Total	4999000	4999000	100	4999000	0	0	0
Public -	E-Voting	0	0	0	0	-	0	0
Institutional	Poll/Postal		0	0	0	0	0	
Holders	Ballot*				0	0	0	0
	Total	0	0	0	-	0	100	0
Public –Non Institutional	E-Voting	1837000	137000	7.46	137000			0
Holders	Poll/Postal		0	0	0	0	0	
	Ballot*	1837000	137000	7.46	137000	0	100	0
	Total	6836000	5136000	75.13	5136000	0	100	0



D 1 . T	Canadal			t to increase in A				
Resolution Type	: Special	roup are inte	rested in the	Agenda/Resoluti	on?: No			
Whether promo	er/promoter g	toup are mice	200104	0				
Resolution No. Category	Mode of Voting	Total No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – in against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of vote against or voted polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting/ or through Video Conferenci	4999000	4999000	100	4999000	0	100	
	Poll/Postal Ballot*		0	0	0	0	0	0
	Total	4999000	4999000	100	4999000	0	100	0
Public – Institutional Holders	E-Voting	0	0	0	0	0	0	0
	Poll/Postal Ballot*		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public –Non Institutional Holders	E-Voting	1837000	137000	7.46	137000	0	100	0
	Poll/Postal Ballot*		0 •	0	0	0	0	0
	Total	1837000	137000	7.46	137000	0	100	
Total		6836000	5136000	75.13	5136000	0	100	0

