



**NILA
INFRASTRUCTURES
LIMITED**

Nila/Cs/2021/106
Date: September 25, 2021

To,
The Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001

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 Code: 530377

Scrip Symbol: NILAINFRA

Dear Sir,

Subj: Voting Results & Consolidated Scrutinizer Report of the 31st Annual General Meeting

**Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015**

The 31st Annual General Meeting of the Company was held on Friday, September 24, 2021 at 11:00 a.m. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) to transact the business as set out in the Notice of the said meeting dated June 19, 2021.

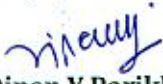
In this regard, please find enclosed the following:

1. Voting Results of the business transacted at the AGM in terms of Regulation 44(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - **Annexure I**
2. Report of the Scrutinizer dated September 25, 2021, pursuant to Section 108 of the Companies Act, 2013 - **Annexure II**

The Voting Results along with the Scrutinizer's Report dated September 25, 2021 is made available on the Company's website at www.nilainfra.com.

Kindly take the same on your record.

Thanking You,
Yours Faithfully,
For, **Nila Infrastructures Limited**


Dipen Y Parikh
Company Secretary



Encl: a/a

Registered Office:
1st floor, Sambhaav House
Opp. Chief Justice's Bungalow
Badakdev, Ahmedabad 380015
Tel.: +91 79 4003 6817 / 18, 2687 0258
Fax: +91 79 3012 6371
e-mail: info@nilainfra.com



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Annexure I

The details of the Voting and resolutions passed at the 31st AGM, as required under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Particulars	Details of AGM
Date of the AGM	September 24, 2021
Total number of shareholders on cut-off date	38157
Cut Off date for the purpose of determining the shareholder eligible for e-Voting	September 17, 2021
No. of shareholders present in the meeting either in person or through proxy: 1. Promoters and Promoter Group 2. Public:	0 0
No. of shareholders attended the meeting through video conferencing: 1. Promoter and Promoter Group 2. Public	8 33



Registered Office:

1st floor, Sambhavi House
Opp. Chief Justice's Bungalow
Badakdev, Ahmedabad 380015
Tel.: +91 79 4003 6817 / 18, 2687 0258
Fax: +91 79 3012 6371
e-mail: info@nilainfra.com

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited Accounts Standalone and Consolidated for the financial year ended on 31 March 2021 and the report of auditors and directors thereon				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		230225187	94.4222	230225187	0	100.0000	0.0000
	Poll	243825187	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	243825187	230225187	94.4222	230225187	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	22315000	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	22315000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		1505963	1.1788	1505183	780	99.9482	0.0518
	Poll	127749013	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	127749013	1505963	1.1788	1505183	780	99.9482	0.0518
Total	Total	393889200	231731150	58.8316	231730370	780	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	



Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a director in place of Mr. Kiran B. Vadodaria DIN: 00092067 who retires by rotation and being eligible offers himself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	243825187	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	243825187	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	22315000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	22315000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	127749013	1505262	1.1783	1488972	16290	98.9178	1.0822
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	127749013	1505262	1.1783	1488972	16290	98.9178	1.0822
Total	Total	393889200	1505262	0.3822	1488972	16290	98.9178	1.0822
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	



Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the remuneration of Cost Auditor of the company M s Dalwadi and Associates				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		230225187	94.4222	230225187	0	100.0000	0.0000
	Poll	243825187	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	243825187	230225187	94.4222	230225187	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	22315000	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	22315000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		1505963	1.1788	1493503	12460	99.1726	0.8274
	Poll	127749013	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	127749013	1505963	1.1788	1493503	12460	99.1726	0.8274
Total	Total	393889200	231731150	58.8316	231718690	12460	99.9946	0.0054
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	



Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To reappoint Mr Manoj B Vadodaria DIN: 00092053 as Chairman & Managing Director				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	243825187	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	243825187	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	22315000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	22315000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	127749013	1505062	1.1781	1489230	15832	98.9481	1.0519
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	127749013	1505062	1.1781	1489230	15832	98.9481	1.0519
Total	Total	393889200	1505062	0.3821	1489230	15832	98.9481	1.0519
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	



Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Change in terms of appointment of Mr Kiran B Vadodaria DIN: 00092067 Non Executive Director				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	243825187	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	243825187	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	22315000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	22315000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	127749013	1505262	1.1783	1484647	20615	98.6305	1.3695
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	127749013	1505262	1.1783	1484647	20615	98.6305	1.3695
Total	Total	393889200	1505262	0.3822	1484647	20615	98.6305	1.3695
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	



Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval and Ratification of Related Party Transactions				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	243825187	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	243825187	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	22315000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	22315000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	127749013	1505963	1.1788	1504067	1896	99.8741	0.1259
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	127749013	1505963	1.1788	1504067	1896	99.8741	0.1259
Total	Total	393889200	1505963	0.3823	1504067	1896	99.8741	0.1259
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	



Resolution (7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve transactions of personal guarantee security collaterals etc by the Directors and their relatives for the loan and borrowings of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0	0
	Poll	243825187	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	243825187	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	22315000	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	22315000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		1505963	1.1788	1490326	15637	98.9617	1.0383
	Poll	127749013	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	127749013	1505963	1.1788	1490326	15637	98.9617	1.0383
Total	Total	393889200	1505963	0.3823	1490326	15637	98.9617	1.0383
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	





UMESH VED & ASSOCIATES Company Secretaries

304, Shoppers Plaza-V, Opp. Municipal Market, C. G. Road, Navrangpura, Ahmedabad - 380 009.

Telefax : (O) +91 79 26464153, 48904153 • Mobile +91 98250 35998

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FORM NO. MGT-13

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to section 108 & 109 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
Nila Infrastructures Limited
1st Floor, Sambhaav House,
Opp. Chief Justice's Bungalow,
Bodakdev,
Ahmedabad - 380015.

Re: 31st Annual General Meeting (AGM) of Nila Infrastructures Limited held on Friday, the 24th September, 2021 at 11:00 a.m. held through video conferencing (VC)/other audio visual means(OAVM).

Dear Sir,

I, Umesh Ved, Proprietor of M/s. Umesh Ved & Associates, Company Secretaries, Ahmedabad, was appointed as Scrutinizer for the purpose of scrutinizing the Remote E-Voting process and voting at the Annual General Meeting ("AGM") pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20 of Companies (Management and Administration) Rules, 2014, as amended on the resolutions contained in the Notice to the 31st AGM of the Members of "Nila infrastructures Limited" (the Company) held on Friday, the 24th September, 2021 at 11:00 a.m. held through video conferencing (VC)/other audio visual means (OAVM).

My responsibility as a scrutinizer for the voting process is restricted to preparing a Scrutinizer's Report of the votes casted "in favour" or "against" the resolution(s) based on the reports generated from the Remote e-voting system and e-voting provided by Central Depository Services (India) Limited(the Agency/ service provider).

I submit my report as under:

- i. The notice dated 19th June 2021 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 circulars dated April 8, 2020, April 13, 2020 and January 13, 2021 (collectively referred to as "MCA Circulars")



and SEBI Circular dated May 12, 2020 and January 15, 2021 (collectively referred to as "SEBI Circulars").

- ii. The Company has availed the e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for conducting remote e-voting and voting at the AGM by the shareholders of the Company.
- iii. The shareholders of the Company holding shares as on the "cut-off" date Friday 17th September, 2021 were entitled to vote on the proposed resolutions as set out in item nos. 1 to 7 in the Notice of the 31st AGM of Nila Infrastructures Limited.
- iv. The facility provided for Remote E-Voting commenced from 9.00 A.M. on Tuesday, the 21st September, 2021 and ended on 5.00 P.M. on Thursday, the 23rd September, 2021. The Remote E-voting facility was blocked thereafter.
- v. The votes cast were unblocked on Friday, 24th September, 2021 after the conclusion of Annual General Meeting and was witnessed by two witnesses, Mr. Abhijit Roy and Mr. Sachin Shah, who are not in the employment of the Company. They have signed below in confirmation of the same.



Abhijit Roy



Sachin Shah

- vi. 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
- vii. The voting done through Remote E-voting and E-voting at the meeting were reconciled with the records maintained by the RTA and the authorizations lodged with the Company.
- viii. The result of the Remote e-voting as well as E-voting at the AGM is as under:

- (1). **ORDINARY RESOLUTION** for Adoption of the Audited financial statements of the Company on standalone and consolidated basis for the financial year ended on 31 March 2021 and the reports of the auditors and directors thereon.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	124	231730120	99.9997
E-voting (AGM)	1	250	100.00
Total	125	231730370	99.9997



Voted against of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	4	780	0.0003
E-voting (AGM)	0	0	0.00
Total	4	780	0.0003

- (2) **ORDINARY RESOLUTION** for appointment of a director in place of Mr. Kiran B. Vadodaria (DIN: 00092067), who retires by rotation pursuant to the provisions of Section 152 of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	108	1488972	98.9342
E-voting (AGM)	0	0	0.00
Total	108	1488972	98.9178

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	11	16040	1.0658
E-voting (AGM)	1	250	100
Total	12	16290	1.0822

Note: Votes cast by Mr. Manoj Vadodaria being a promoter and an interested person, is discarded and not considered.

- (3) **ORDINARY RESOLUTION** for ratification of the remuneration of Cost Auditor of the Company M/s Dalwadi & Associates.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	113	231718690	99.9947
E-voting (AGM)	0	0	0
Total	113	231718690	99.9946



Voted against of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	15	12210	0.0053
E-voting (AGM)	1	250	100.00
Total	16	12460	0.0054

(4) **SPECIAL RESOLUTION** for re appoint of Mr. Manoj B. Vadodaria (DIN: 00092053) as Chairman & Managing Director

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	104	1489230	98.9645
E-voting (AGM)	0	0	0
Total	104	1489230	98.9481

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	14	15582	1.0355
E-voting (AGM)	1	250	100.00
Total	15	15832	1.0519

(5) **SPECIAL RESOLUTION** for Change in terms of appointment of Mr. Kiran B. Vadodaria (DIN: 00092067) – Non Executive Director

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	102	1484647	98.6469
E-voting (AGM)	0	0	0
Total	102	1484647	98.6305



Voted against of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	17	20365	1.3531
E-voting (AGM)	1	250	100
Total	18	20615	1.3695

(6) ORDINARY RESOLUTION for Approval and Ratification of Related Party Transactions

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	112	1503817	99.8741
E-voting (AGM)	1	250	100
Total	113	1504067	99.8741

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	8	1896	0.1259
E-voting (AGM)	0	0	0
Total	8	1896	0.1259

(7) ORDINARY RESOLUTION to approve transaction(s) of personal guarantee, security, collaterals etc, by the Directors and their relatives for the loan and borrowings of the Company

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	105	1490076	98.9615
E-voting (AGM)	1	250	100
Total	106	1490326	98.9617



Voted against of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	15	15637	1.0385
E-voting (AGM)	0	0	0.00
Total	15	15637	1.0383

- ix. All the resolutions mentioned in the AGM Notice as per details above accordingly stand passed with requisite majority.
- x. The Electronic data and all other relevant records relating to Remote e-voting and electronic voting conducted at the AGM is under my safe custody and all will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of AGM.

Thanking You,

Yours faithfully,

Umesh H. Ved
 Umesh Ved
 Umesh Ved & Associates
 Company Secretaries
 FCS No: 4411
 CP No: 2924
 UDIN: F004411C001008348



Manoj B. Vadodaria
 Manoj B. Vadodaria
 Chairman and Managing Director
 (DIN: 00092053)

Date: 25/09/2021
 Place: Ahmedabad