



**NILA  
INFRASTRUCTURES  
LIMITED**

*Nilai/Cs/2025/16*  
Date: 12 March 2025

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,

**Sub: Voting Results & Scrutinizer Report of the Postal Ballot**

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

This is in reference to our letter dated 07 February 2025 submitting the notice of postal ballot, it may please be noted that the resolution as set out in the notice of postal ballot has been passed with requisite majority.

In this regard, please find enclosed the following:

1. Voting Results 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 12 March 2025, pursuant to Section 108 of the Companies Act, 2013 - **Annexure II**

The Voting Results along with the Scrutinizer's Report dated 12 March 2025 is made available on the Company's website at [www.nilainfra.com](http://www.nilainfra.com).

Kindly take the same on your record.

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

**Dipen Parikh**  
**Company Secretary**

*Encl: a/a*

**Registered Office:**

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



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## Annexure I

The details of the Voting and resolutions passed through Postal Ballot, as required under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Particulars	Details
Date of declaration of the results of Postal Ballot through e-voting:	12 March 2025
Total number of shareholders on cut-off date	90526
Cut Off date for the purpose of determining the shareholder eligible for e-Voting	31 January 2025
No. of shareholders present in the meeting either in person or through proxy: 1. Promoters and Promoter Group 2. Public:	Not Applicable
No. of shareholders attended the meeting through video conferencing: 1. Promoter and Promoter Group 2. Public	Not Applicable

**Registered Office:**

1st floor, Sambhaav House  
Opp. Chief Justice's Bungalow  
Bodakdev, 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)

Special

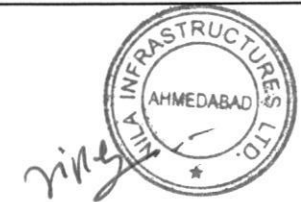
Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

To Approve Appointment of Ms. Dharini Shah (DIN: 08376690) as a Non-Executive Independent Director 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	243825187	216525187	88.8035	216525187	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		243825187	216525187	88.8035	216525187	0	100.0000
Public-Institutions	E-Voting	2267179	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
	<b>Total</b>		2267179	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	147796834	1290445	0.8731	1271067	19378	98.4983	1.5017
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		147796834	1290445	0.8731	1271067	19378	98.4983
<b>Total</b>	<b>Total</b>	393889200	217815632	55.2987	217796254	19378	99.9911	0.0089
<b>Whether resolution is Pass or Not.</b>							Yes	



## Resolution (2)

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Description of resolution considered

To Approve Transactions with Related Parties for the Financial Year 2025-26

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
	<b>Total</b>	243825187	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	2267179	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	2267179	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		1283895	0.8687	1244040	39855	96.8958	3.1042
	Poll	147796834	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	147796834	1283895	0.8687	1244040	39855	96.8958	3.1042
<b>Total</b>	<b>Total</b>	393889200	1283895	0.3260	1244040	39855	96.8958	3.1042
<b>Whether resolution is Pass or Not.</b>							Yes	



### Resolution (3)

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Description of resolution considered

To Approve Transaction(s) of Personal Guarantee, Security, Collaterals etc. by the Promoter & Promoter Group 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	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
	<b>Total</b>		0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	2267179	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
	<b>Total</b>		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	147796834	1258895	0.8518	1244032	14863	98.8194	1.1806
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		1258895	0.8518	1244032	14863	98.8194	1.1806
<b>Total</b>	<b>Total</b>	393889200	1258895	0.3196	1244032	14863	98.8194	1.1806
<b>Whether resolution is Pass or Not.</b>							Yes	





## 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 • Moblie +91 98250 35998  
E mail : info@umeshvedcs.com, umesh@umeshvedcs.com • Website : www.umeshvedcs.com

### REPORT OF SCRUTINIZER [POSTAL BALLOT BY REMOTE E-VOTING]

To,

The Chairman,  
**NILA INFRASTRUCTURES LIMITED**  
1 ST FLOOR, SAMBHAHV HOUSE, OPP.  
CHIEF JUSTICE'S BUNGALOW, BODAKDEV  
AHMEDABAD GJ 380015

**Sub: Scrutinizer Report on Postal Ballot by remote e-voting conducted pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the companies (Management and Administration) Rules, 2014**

Dear Sir,

I, Umesh Ved, Proprietor of M/s. Umesh Ved & Associates, Practicing Company Secretaries, Ahmedabad, was appointed as Scrutinizer pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the Postal Ballot by Remote E-voting process in a fair and transparent manner and ascertaining the requisite majority on Postal Ballot by Remote E-voting process carried out as per the provisions of the Companies Act, 2013.

**I. I submit my report as under:**

- 1.1 On 07<sup>th</sup> February, 2025 the Company had completed the dispatch of Postal Ballot notice whose name(s) appeared on the Register of Members/List of beneficiaries and whose mail id is registered with M/s. MCS Share Transfer Agent Limited (RTA) as on 31<sup>st</sup> January, 2025 and also published Newspaper Advertisement in Business Standard (English) and Loksatta Jansatta (Gujarati) edition dated 08<sup>th</sup> February, 2025 declaring 31<sup>st</sup> January, 2025 as cut-off date for the purpose of voting rights for postal ballot.
- 1.2 The e-voting commenced from Monday, 10th February, 2025 09:00 a.m. and ended on Tuesday 11th March, 2025 at 5:00 p.m.
- 1.3 I have downloaded the data of e-voting from the E-Voting website of National Securities Depository Limited (hereinafter referred to as "NSDL") (<https://www.https://www.evoting.nsdl.com>) after the E-voting module was disabled by the NSDL on 11th March, 2025.
- 1.4 The e-votes were unblocked 11th March, 2025 at 05:20 p.m. in presence of two witnesses namely Mr. Jatin Rajpurohit and Ms. Heena Hotwani, and they are not in the employment of the company.

They have signed below in confirmation of the votes being unblocked in their presence.

(Jatin Rajpurohit)

(Heena Hotwani)



- 1.5 The voting done through Remote e-voting was reconciled with the records maintained by the RTA and the authorizations lodged with the Company.
- 1.6 The e-voting data was scrutinized by me for verification of vote casted in favour and against the resolution.

**2. The results of the voting are as under:**

**1. SPECIAL RESOLUTION**

for appointment of Ms. Dharini Shah (DIN: 08376690) as a Non-Executive Independent Director of the Company:

**i) Voted in Favour of the Resolution:**

Type of Voting	Number of members cast the votes.	Number of Votes Cast by them	% of total number of Valid votes cast
Remote E-voting	203	217796254	99.99%
Total	203	217796254	99.99%

**ii) Voted against of the Resolution:**

Type of Voting	Number of members cast the votes.	Number of Votes Cast by them	% of total number of Valid votes cast
Remote E-voting	13	19378.000	0.01%
Total	13	19378.000	0.01%

**iii) Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**2. ORDINARY RESOLUTION**

To Approve Transactions with Related Parties for the Financial Year 2025-26:

**i) Voted in Favour of the Resolution:**

Type of Voting	Number of members cast the votes.	Number of Votes Cast by them	% of total number of Valid votes cast
Remote E-voting	193	1244040	96.90%
Total	193	1244040	96.90%

**ii) Voted against of the Resolution:**

Type of Voting	Number of members cast the votes.	Number of Votes Cast by them	% of total number of Valid votes cast
Remote E-voting	15	39855	3.10%
Total	15	39855	3.10%

**iii) Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



**3. ORDINARY RESOLUTION**

To Approve Transaction(s) of Personal Guarantee, Security, Collaterals etc. by the Promoter & Promoter Group for the Loan and Borrowings of the Company:

## i) Voted in Favour of the Resolution:

Type of Voting	Number of members cast the votes.	Number of Votes Cast by them	% of total number of Valid votes cast
Remote E-voting	189	1244032	98.82%
<b>Total</b>	<b>189</b>	<b>1244032</b>	<b>98.82%</b>

## ii) Voted against of the Resolution:

Type of Voting	Number of members cast the votes.	Number of Votes Cast by them	% of total number of Valid votes cast
Remote E-voting	18	14863	1.18%
<b>Total</b>	<b>18</b>	<b>14863</b>	<b>1.18%</b>

## iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

3. None of the shareholder is abstained from voting for Resolution No. 01 to 03.

4. The resolutions accordingly stand passed with requisite majority.

5. The Electronic data and all other relevant records relating to Remote e-voting is under my safe custody and all will be handed over to the Chairman authorized by the Board to supervise the postal ballot process.

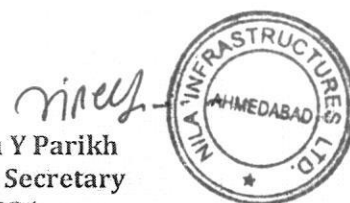
6. You may accordingly declare the result of the voting by Postal Ballot.

Thanking You,

Yours faithfully,



*Umesh H. Ved*  
 Umesh Ved  
 Umesh Ved & Associates  
 FCS No: 4411  
 COP No: 2924  
 UDIN: F004411F004088920



*Dipen Y Parikh*  
 Mr. Dipen Y Parikh  
 Company Secretary  
 ACS: A24031

Date: 12<sup>th</sup> March, 2025  
 Place: Ahmedabad