



AN ISO 9001 : 2015
certified company

SIMPLEX INFRASTRUCTURES LIMITED

REGD. OFFICE :

'SIMPLEX HOUSE', 27, SHAKESPEARE SARANI, KOLKATA-700 017 (INDIA)
PHONES : +91 33 2301-1600. FAX : +91 33 2283-5964 / 5965 / 5966
E-mail : simplexkolkata@simplex.nfra.com, Website : www.simplexinfra.com
CIN No. L45209 WB 1924 PLC 004969

RefNo. 01/CS/SE/001/ 93971

Date: 01st October, 2019

The Secretary
National Stock Exchange of India Limited
5th Floor, Exchange Plaza
Bandra Kurla Complex
Bandra East, Mumbai – 400 051

The Secretary
The Calcutta Stock Exchange Ltd
7, Lyons Range
Kolkata – 700 001

The Secretary
BSE Limited
1st Floor, New Trade Ring
Rotunda Building
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001

Subject: Submission of Consolidated Report of the Scrutinizer along with voting results on Resolution passed at relating the 101st Annual General Meeting of the Members of the Company held on 30th September, 2019

Dear Sir,

We wish to inform you that the 101st Annual General Meeting (AGM) of the Members of Simplex Infrastructures Limited was held at Gyan Munch, 11, Pretoria Street, Kolkata- 700 071. We are forwarding here with Consolidated Report of the Scrutinizer along with voting results on the Resolutions passed at the 101st AGM in compliance with provisions of 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015.

This is for your information and record.

Thanking You.

For Simplex Infrastructures Limited

B. L. Bajoria
Sr. Vice President & Company Secretary

ADM. OFFICE : 12/1, NELLIE SENGUPTA SARANI, KOLKATA-700 087 ☎ : 2252-7596 / 8371 / 8373 / 8374 / 9372, FAX : (033) 2252-7595
BRANCHES : 502-A, POONAM CHAMBERS, SHIVSAGAR ESTATE, 'A' Wing, Dr. A. B. Road, "WORLI" MUMBAI-400 018 ☎ : 2491-8397 / 3537, 2492-9034 / 2756 / 2064
FAX : (022) 2491-2735 • "HEMKUNTH" 4TH FLOOR, 89, NEHRU PLACE, NEW DELHI-110 019 ☎ : 4944-4200, FAX : (011) 2646-5869
• "SIMPLEX HOUSE" 48 (Old No. 21) CASA MAJOR ROAD, EGMORE, CHENNAI - 600 008 ☎ : 2819-5050 / 55, FAX : (044) 2819-5056 / 5057

**CS ShrutiSinghania, B.Com(H), ACS
Practising Company Secretary**

Mobile: +9874847954-0:singhania.shruti19@gmail.com

309, B.B. Ganguly Street, 2nd Floor, Room No. 5, Kolkata- 700012

Consolidated Report of the Scrutinizer

**[In accordance with Section 108 of the Companies Act, 2013 read with
Rule 20 of The Companies (Management and Administration) Rules, 2014]**

To

The Chairman

Simplex Infrastructures Limited

"Simplex House"

27, Shakespeare Sarani

Kolkata – 700 017

West Bengal

Dear Sir,

Pursuant to the letter dated 26th August, 2019 issued by Simplex Infrastructures Limited having CIN: L45209WB1924PLC004969 (hereinafter referred to as 'the Company') appointing me as the Scrutinizer under Section 108 of the Companies Act, 2013 read with Rule 20(4)(ix) of The Companies (Management and Administration) Rules, 2014 in respect of Notice of Annual General Meeting dated 14th August, 2019 for the purpose of remote e-voting and voting by ballot process at the meeting. I have examined the records of remote e-voting, ballots and other relevant papers as required for that purpose. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents and the management representation of even date, I hereby submit my consolidated report w.r.t the aforesaid remote e-voting and voting by ballot process at the meeting as under:-

1. Remote E-voting & Ballot Process

The shareholders of the Company had the option of voting on all the resolutions as contained in the aforesaid notice by casting their votes electronically during the remote e-voting period and also by casting their votes at the venue of the meeting held on 30th September, 2019 at 11:30 A.M., if they had not casted their votes during remote e-voting. The voting at the meeting was commenced upon the instructions of the Chairman of the meeting.

SIL/108/30.09.2019



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2. Remote E-voting Process

- (a) The remote e-voting period remained open from Thursday, 26th September 2019 (9:00 a.m.) (IST) to Sunday, 29th September 2019 (5:00 p.m.) (IST).
- (b) The votes cast were unblocked on Monday, 30th September, 2019, after the conclusion of voting process, in the presence of 2 witnesses, Neha Singh and Arpan Ghosh, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Neha Singh
Name: Neha Singh

Arpan Ghosh
Name: Arpan Ghosh

- (c) Thereafter, the details containing, inter alia, the list of Equity Shareholders, who voted "for" or "against" each of the resolutions that was put to vote, were generated from the e-voting website of <https://evoting.nSDL.com> (as provided by National Securities Depository Limited (NSDL))

3. Voting Through Ballot Process

The voting by ballot process was scrutinized. The votes were reconciled with the records maintained by the Company/ National Security Depository Limited and the authorisations / proxies lodged with the Company/National Securities Depository Limited. Particulars of all the remote e-voting and voting by ballot process as received at the meeting have been entered in a register separately maintained for the purpose.



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4. Cut-off date

The Equity Shareholders of the Company as on the "cut-off" date, i.e., Friday, 20th September 2019 were entitled to vote on the resolutions (item nos. 1 to 9 as set out in the Notice calling the AGM).

5. Documents

I am producing before you the ballot papers, register and the related records including print out of remote e-voting as available from the login Id from the website being <https://evoting.nsdl.com> (as provided by National Securities Depository Limited) for verification at your end at the time of submitting this report.

6. Consolidated Tabulation

I submit herewith my Consolidated Scrutinizer's Report on the results of e-voting based on the reports generated by National Securities Depository Limited (NSDL) and relied upon by me and voting by ballot process as under:-

Item No. 1 of the Notice	Votes cast in favour of the resolution		Votes cast against the resolution		Invalid votes
	Nos.	% of total Valid Votes cast	Nos.	% of total Valid Votes cast	Nos.
Remote e-voting	40071677	96.98539	1245548	3.01460	0
By Ballot Paper	7	0.00001	0	0	70
Total	40071684	96.9854	0	3.01460	70



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Item No. 2 of the Notice	Votes cast in favour of the resolution		Votes cast against the resolution		Invalid votes
	Nos.	% of total Valid Votes cast	Nos.	% of total Valid Votes cast	Nos.
Remote e-voting	41337544	99.99998	0	0	0
By Ballot Paper	7	0.00002	0	0	70
Total	41337551	100	0	0	70

Item No. 3 of the Notice	Votes cast in favour of the resolution		Votes cast against the resolution		Invalid votes
	Nos.	% of total Valid Votes cast	Nos.	% of total Valid Votes cast	Nos.
Remote e-voting	41328018	99.97694	9526	0.02304	0
By Ballot Paper	7	0.00002	0	0	70
Total	41328025	99.97696	9526	0.02304	70



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Item No. 4 of the Notice	Votes cast in favour of the resolution		Votes cast against the resolution		Invalid votes
	Nos.	% of total Valid Votes cast	Nos.	% of total Valid Votes cast	Nos.
Remote e-voting	41298761	97.27316	1157715	2.72682	0
By Ballot Paper	7	0.00002	0	0	70
Total	41298768	97.27318	1157715	2.72682	70

Item No. 5 of the Notice	Votes cast in favour of the resolution		Votes cast against the resolution		Invalid votes
	Nos.	% of total Valid Votes cast	Nos.	% of total Valid Votes cast	Nos.
Remote e-voting	42434977	99.94935	21499	0.05063	0
By Ballot Paper	7	0.00002	0	0	70
Total	42434984	99.94937	21499	0.05063	70



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Item No. 6 of the Notice	Votes cast in favour of the resolution		Votes cast against the resolution		Invalid votes
	Nos.	% of total Valid Votes cast	Nos.	% of total Valid Votes cast	Nos.
Remote e-voting	42455416	99.99749	1060	0.00250	0
By Ballot Paper	7	0.00001	0	0	70
Total	42455423	99.9975	1060	0.0025	70

Item No. 7 of the Notice	Votes cast in favour of the resolution		Votes cast against the resolution		Invalid votes
	Nos.	% of total Valid Votes cast	Nos.	% of total Valid Votes cast	Nos.
Remote e-voting	41336214	99.99677	1330	0.00321	0
By Ballot Paper	7	0.00002	0	0	70
Total	41336221	99.99679	1330	0.00321	70



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Item No. 8 of the Notice	Votes cast in favour of the resolution		Votes cast against the resolution		Invalid votes
	Nos.	% of total Valid Votes cast	Nos.	% of total Valid Votes cast	Nos.
Remote e-voting	42455571	99.99785	905	0.00214	0
By Ballot Paper	6	0.00001	1	0.00000	70
Total	42455577	99.99787	906	0.00214	70

Item No. 9 of the Notice	Votes cast in favour of the resolution		Votes cast against the resolution		Invalid votes
	Nos.	% of total Valid Votes cast	Nos.	% of total Valid Votes cast	Nos.
Remote e-voting	34864585	93.59511	2385844	6.40487	0
By Ballot Paper	6	0.00002	1	0	70
Total	34864591	93.59513	2385845	6.40487	70



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7. Management's Responsibility

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules made thereunder and the SEBI (Listing Obligation & Disclosure Requirements) Regulations 2015 as amended relating to e-voting on the resolutions contained in the Notice calling the AGM.

8. Scrutinizer's Responsibility

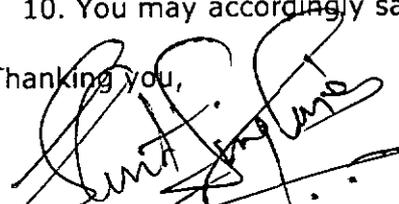
My responsibility as Scrutinizer for e-voting process is restricted to making a consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the Notice, based on the reports generated from the e-voting system provided by National Security Depository Limited (NSDL), the Agency authorised under the Rules and engaged by the Company to provide e-voting facilities and attendant papers/documents produced to me for my verification.

9. Restriction on Use

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) to be placed on website of the Company and (iii) website of National Security Depository Limited (NSDL). This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

10. You may accordingly satisfy yourself and declare the result.

Thanking you,


CS Shruti Singhania.
Practising Company Secretary
(A.C.S. No.: 49632/C.P. No.: 18028)
UDIN : A049632A000018579
ICSI Unique Code No.:I2017WB1592300

Place: Kolkata
Date: 30.09.2019




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Countersigned by
(Chairman)
Place: Kolkata
Date: 30.09.2019



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CIN No. L45209 WB 1924 PLC 004969

101st Annual General Meeting of the Company held on Monday, 30th September, 2019

Declaration of Results of E-Voting & Voting by Ballot Paper

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Amendment Rules, 2015, the results as per Scrutinizer's report dated 30th September, 2019 is as follows:

Resolution No.	Resolution proposed	Type of Resolution Ordinary / Special	Votes For and %*	Votes Against and %*	Invalid Votes	Resolution Carried Unanimously / by majority
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Ordinary Business

1.	To consider and adopt the Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2019 and the Reports of the Board of Directors and Auditors thereon.	Ordinary	40071684 96.9854%	1245548 3.01460%	70	Requisite Majority
2.	Declaration of Dividend on Equity Shares for the year ended 31 st March, 2019	Ordinary	41337551 100.00%	0	70	Unanimously
3.	Re-appointment of Mr. Dipak Narayan Basu (DIN 00981990), as a Director liable to retire by rotation.	Ordinary	41328025 99.9769%	9526 0.02304%	70	Requisite Majority
4.	Appointment of M/s. H.S. Bhattacharjee & Co., Chartered Accountants, (Firm Registration No.322303E) as the Joint Statutory Auditors of the Company for a term of two years to hold office from the conclusion of the Annual General Meeting till the conclusion of the 103 rd Annual General Meeting of the Company.	Ordinary	41298768 97.27318%	1157715 2.72682%	70	Requisite Majority
5.	Appointment of M/s Chaturvedi & Co., Chartered Accountants, (Firm Registration No.302137E) as the Joint Statutory Auditors of the Company for a term of five years to hold office from the conclusion of this Annual General Meeting till the conclusion of the 106 th Annual General Meeting of the Company.	Ordinary	42434984 99.94937%	21499 0.05063%	70	Requisite Majority

Contd.....2

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Special Business

6.	Ratification of remuneration of M/s. Guha, Ghosh, Kar & Associates, Cost Accountants (Firm Registration No. 000159), Cost Auditors of the Company, for the Financial Year 2019-20.	Ordinary	42455423 99.9975%	1060 0.0025%	70	Requisite Majority
7.	Re-appointment of Mr. Dipak Narayan Basu (DIN 00981990), as a Whole-time Director of the Company liable to retire by rotation. for a period of two years commencing from 21 st November, 2019	Special	41336221 99.9967%	1330 0.0033%	70	Requisite Majority
8.	Issue of Secured/Unsecured redeemable Non-Convertible Debentures (NCDs) of an amount not exceeding INR 500 Crores on private placement basis.	Special	42455577 99.99787%	906 0.00214%	70	Requisite Majority
9.	Issue of convertible bonds and/or equity shares including by way of Qualified Institutional Placement (QIP) to Qualified Institutional Buyers (QIB) to raise a total amount not exceeding INR 600 Crores.	Special	34864591 93.59513%	2385845 6.40487%	70	Requisite Majority

Based on the Report of the Scrutinizer, all the Resolutions, as set out in the Notice of the 101st Annual General Meeting have been passed by the Shareholders.

For **SIMPLEX INFRASTRUCTURES LIMITED**

RAJIV MUNDHRA
EXECUTIVE CHAIRMAN

Date: 30.09.2019
Place: Kolkata

ADM. OFFICE : 12/1, NELLIE SENGUPTA SARANI, KOLKATA-700 087 ☎ : 2252-7596 / 8371 / 8373 / 8374 / 9372, FAX : (033) 2252-7595
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