



AN ISO 9001 : 2008  
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@simplexinfra.com, Website : www.simplexinfrastructures.com  
CIN No. L45209 WB 1924 PLC 004969

## 98th Annual General Meeting of the Company held on Tuesday, 20th September, 2016

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

Pursuant to Section 108 of the Companies Act, 2013 read with Clause XII, Rule 20 of the Companies (Management & Administration) Amendment Rules, 2015, the results as per Scrutinizer's report dated 21st September, 2016 is as follows:

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

1	To receive, consider and adopt:  (a) The Audited Financial Statements of the Company for the Financial year ended on 31st March, 2016, together with the Reports of the Board of Directors and Auditors thereon.  (b) The Audited Consolidated Financial Statement of the Company for the Financial year ended on 31st March, 2016 together with the Report of the Auditors thereon.	Ordinary	38385233 99.4357	217841 0.5643	Requisite Majority
2	Declaration of Dividend on Equity Shares.	Ordinary	38660962 100.00	-	Requisite Majority
3	Appointment of a Director in place of Mr. S. Dutta (DIN 00062827), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	38442662 99.4364	217901 0.5636	Requisite Majority



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, 2492-8034 / 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



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CIN No. L45209 WB 1924 PLC 004969

4	Ratification of appointment of M/s Price Waterhouse, Chartered Accountants (Firm Registration No. 301112E) as Auditors of the Company until the conclusion of the next Annual General Meeting of the Company and approve their remuneration.	Ordinary	38658427 99.9932	2636 00.0068	Requisite Majority
5	Ratification of appointment of M/s H. S. Bhattacharjee & Co., Chartered Accountants (Firm Registration No. 322303E) as Auditors of the Company until the conclusion of the next Annual General Meeting of the Company and approve their remuneration.	Ordinary	38658547 99.9935	2516 00.0065	Requisite Majority

#### Special Business

6	Ratification of remuneration of M/s Bandyopadhyay Bhaumik & Co., Cost Auditors for the financial year 2015-16.	Ordinary	38660945 99.9997	117 0.0003	Requisite Majority
7	Issuance of Secured/ Unsecured Non-Convertible Debentures (NCD's) upto Rs. 200 Crores on private placement basis.	Special	38660939 99.9997	124 0.0003	Requisite Majority

Based on the Report of the Scrutinizer, all the Resolutions, as set out in the Notice of the 98th Annual General Meeting have been passed by the Shareholders with requisite majority.

For **SIMPLEX INFRASTRUCTURES LIMITED**

**S. DUTTA**

**WHOLE TIME DIRECTOR & CFO**

Date: 22.09.2016

ADM. OFFICE : 12/1, NELLIE SENGUPTA SARANI, KOLKATA-700 087 ☎ : 2252-7596 / 8371 / 8373 / 8374 / 9372, FAX : (033) 2252-7595  
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**CS Siddhi Dhandharia**  
**B.Com(H), M.Com, A.C.S.**  
**Practising Company Secretary**

27 Brabourne Road, Room # 402, Kolkata – 700 001 M: 98314 23999 ✉: cssiddhi51@gmail.com

**Consolidated Report of the Scrutinizer**

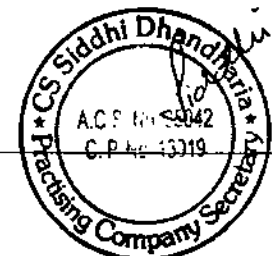
**[In accordance with Section 108 of the Companies Act, 2013 read with  
Rule 20 of The Companies (Management and Administration) Rules, 2014]**

**To**  
**The Chairman**  
**Simplex Infrastructures Limited**  
**“Simplex House”**  
**27, Shakespeare Sarani**  
**Kolkata – 700 017**  
**West Bengal**

**Dear Sir,**

Pursuant to the letter dated 25<sup>th</sup> May, 2016 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 30<sup>th</sup> May, 2016 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, 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. The remote e-voting was unblocked on 20<sup>th</sup> September, 2016 in the presence of two witnesses who are not in employment of the Company i.e. CS Prerna Verma and Ms.Shruti Singhania as prescribed by law.
2. 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.

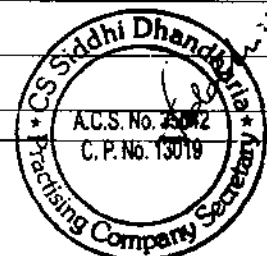


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3. The remote e-voting as well as the voting by ballot process at the meeting were duly scrutinized wherein the shareholding was matched with the closing status of the Register of Members on the cut-off date i.e. 13<sup>th</sup> September, 2016 as provided by the Company and confirmed by the Registrar & Share Transfer Agent of the Company and the votes casted have been considered accordingly.
4. 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://www.evoting.nsdl.com> (as provided by National Securities Depository Limited) for verification at your end at the time of submitting this report but they shall remain under my safe custody till you consider, approve and sign the minutes of the meeting.
5. Thereafter the same shall be handed over to you in terms of Rule 20(4)(xv) of The Companies (Management and Administration) Rules, 2014.
6. In my opinion, based on the above scrutiny, the 7 (Seven) resolutions from item nos. 1 to 7 of the above-mentioned notice may be considered to have been passed with requisite majority as understood herein below :-

Item No.	Particulars	In terms of no. of Shares	Percentage out of valid votes cast
1.	Votes cast in favour of the proposed resolution		
	By Remote e-voting	38384370	
	By Ballot Paper	863	
	Sub total (A)	38385233	99.4357%
	Votes cast against the proposed resolution		
	By Remote e-voting	217841	
	By Ballot Paper	0	
	Sub total (B)	217841	0.5643%
	<b>TOTAL (A) + (B)</b>	<b>38603074</b>	<b>100</b>

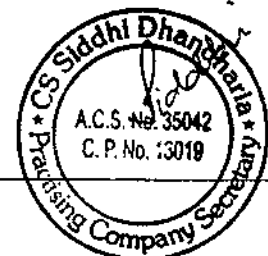


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Item No.	Particulars	In terms of no. of Shares	Percentage out of valid votes cast
2.	Votes cast in favour of the proposed resolution		
	By Remote e-voting	38660200	
	By Ballot Paper	762	
	Sub total (A)	38660962	100%
	Votes cast against the proposed resolution		
	By Remote e-voting	0	
	By Ballot Paper	0	
	Sub total (B)	0	0%
	<b>TOTAL (A) + (B)</b>	<b>38660962</b>	<b>100</b>

Item No.	Particulars	In terms of no. of Shares	Percentage out of valid votes cast
3.	Votes cast in favour of the proposed resolution		
	By Remote e-voting	38441799	
	By Ballot Paper	863	
	Sub total (A)	38442662	99.4364%
	Votes cast against the proposed resolution		
	By Remote e-voting	217901	
	By Ballot Paper	0	
	Sub total (B)	217901	0.5636%
	<b>TOTAL (A) + (B)</b>	<b>38660563</b>	<b>100</b>

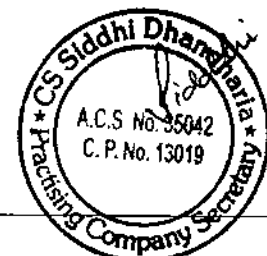


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Item No.	Particulars	In terms of no. of Shares	Percentage out of valid votes cast
4.	Votes cast in favour of the proposed resolution		
	By Remote e-voting	38657564	
	By Ballot Paper	863	
	Sub total (A)	38658427	99.9932%
	Votes cast against the proposed resolution		
	By Remote e-voting	2636	
	By Ballot Paper	0	
	Sub total (B)	2636	0.0068%
	<b>TOTAL (A) + (B)</b>	<b>38661063</b>	<b>100</b>

Item No.	Particulars	In terms of no. of Shares	Percentage out of valid votes cast
5.	Votes cast in favour of the proposed resolution		
	By Remote e-voting	38657684	
	By Ballot Paper	863	
	Sub total (A)	38658547	99.9935%
	Votes cast against the proposed resolution		
	By Remote e-voting	2516	
	By Ballot Paper	0	
	Sub total (B)	2516	0.0065%
	<b>TOTAL (A) + (B)</b>	<b>38661063</b>	<b>100</b>

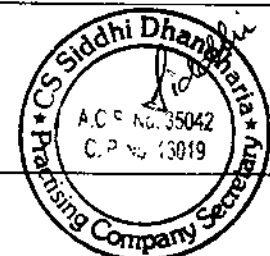


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Item No.	Particulars	In terms of no. of Shares	Percentage out of valid votes cast
6.	Votes cast in favour of the proposed resolution		
	By Remote e-voting	38660083	
	By Ballot Paper	862	
	Sub total (A)	38660945	99.9997%
	Votes cast against the proposed resolution		
	By Remote e-voting	117	
	By Ballot Paper	0	
	Sub total (B)	117	0.0003%
	<b>TOTAL (A) + (B)</b>	<b>38661062</b>	<b>100</b>

Item No.	Particulars	In terms of no. of Shares	Percentage out of valid votes cast
7.	Votes cast in favour of the proposed resolution		
	By Remote e-voting	38660076	
	By Ballot Paper	863	
	Sub total (A)	38660939	99.9997%
	Votes cast against the proposed resolution		
	By Remote e-voting	124	
	By Ballot Paper	0	
	Sub total (B)	124	0.0003%
	<b>TOTAL (A) + (B)</b>	<b>38661063</b>	<b>100</b>



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7. Decimals have been suitably rounded off, wherever required.

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

Thanking you,

Place: Kolkata  
Date: 21.09.2016



*Siddhi*  
Name: CS Siddhi Dhandharia  
A.C.S. No. 35042  
C.P. No. 13019  
Unique Code No.: I2014WB1138300

For SIMPLEX INFRASTRUCTURES LIMITED

*Loult*  
Director

Place: Kolkata  
Date: 21.09.2016

Countersigned by  
(Chairman)