



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

Ref No. 01/CS/SE/001/ 93464

Date: 25th September, 2018

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: Disclosure of Scrutinizer's Report relating to the 100th Annual General Meeting of the Members of the Company held on 25th September, 2018

Dear Sir,

We wish to inform you that the 100th Annual General Meeting (AGM) of the Members of Simplex Infrastructures Limited was held at Kala Kunj, 48, Shakespeare Sarani, Kolkata- 700 017. In this regard, please find the Consolidated Report of the Scrutinizer along with voting results on the Resolutions passed at the 100th AGM in compliance with provisions of 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 (Annexure A).

This is for your information and record.

Thanking You.

For Simplex Infrastructures Limited

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

CS Deepak Kumar Khaitan

B.Com(H), M.Com, F.C.S.,LL.B., DCG(ICS)

Practising Company Secretary

Mobile : + 91 90070 55560

✉:khaitan52@gmail.com

☎: + 91 98303 06692 ✉:officedkk@gmail.com

GEM House, 5B Russell Street, Unit 7B, 7th Floor, Kolkata – 700 071

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 14th August, 2018 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, 2018 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. 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 relating to e-voting on the resolutions contained in the Notice calling the AGM.



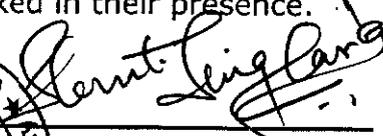
2. Scrutinizer's Responsibility

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 Securities Depository Limited, 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.

3. 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 25th September, 2018 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.

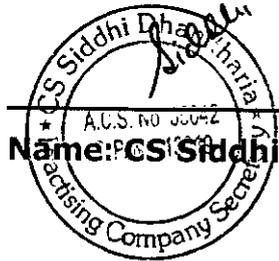
4. Remote e-voting process:-

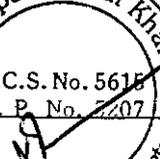
- (a) The remote e-voting period remained open from Friday, 21st September 2018 (9:00 a.m.) (IST) to Monday, 24th September 2018 (5:00 p.m.) (IST).
- (b) The votes cast were unblocked on Tuesday, 25th September 2018, after the conclusion of voting process, in the presence of 2 witnesses, CS Shruti Singhania and CS Siddhi Dhandharia, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

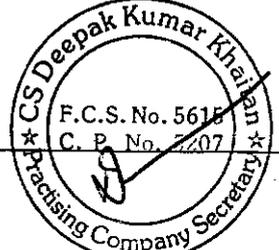

Name: **CS Shruti Singhania**



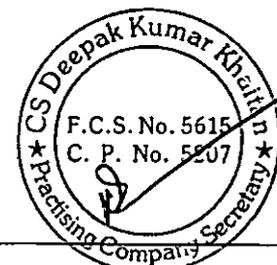

Name: **CS Siddhi Dhandharia**




Name: **CS Deepak Kumar Khaitan**



- (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 National Securities Depository Limited, i.e., <https://www.evoting.nsdl.com>
5. 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.
- 6. Cut-off date**
The Equity Shareholders of the Company as on the "cut-off" date, i.e., Tuesday, 18th September 2018 were entitled to vote on the resolutions (item nos. 1 to 10 as set out in the Notice calling the AGM).
7. 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 (hereinafter referred as 'NSDL') for verification at your end at the time of submitting this report.
- 8. Voting through ballot process**
The voting by ballot process was scrutinized. The votes were reconciled with the records maintained by the Company/ its' Registrar & Share Transfer Agent and proxies lodged with the Company.
9. I submit herewith my Consolidated Scrutinizer's Report on the results of e-voting based on the reports generated by NSDL and relied upon by me and voting by ballot process as under:-



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	39217652	
	By Ballot Paper	305	
	Sub total (A)	39217957	99.46
	Votes cast against the proposed resolution		
	By Remote e-voting	213974	
	By Ballot Paper	0	
	Sub total (B)	213974	0.54
	TOTAL (A) + (B)	39431931	100

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	39451945	
	By Ballot Paper	305	
	Sub total (A)	39452250	100.00
	Votes cast against the proposed resolution		
	By Remote e-voting	0	
	By Ballot Paper	0	
	Sub total (B)	0	0.00
	TOTAL (A) + (B)	39452250	100

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	39451925	
	By Ballot Paper	305	
	Sub total (A)	39452230	100.00
	Votes cast against the proposed resolution		
	By Remote e-voting	20	
	By Ballot Paper	0	
	Sub total (B)	20	0.00
	TOTAL (A) + (B)	39452250	100

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	39451945	
	By Ballot Paper	305	
	Sub total (A)	39452250	100.00
	Votes cast against the proposed resolution		
	By Remote e-voting	0	
	By Ballot Paper	0	
	Sub total (B)	0	0.00
	TOTAL (A) + (B)	39452250	100

CS Deepak Kumar Khaitan

B.Com(H), M.Com, F.C.S.,LL.B., DCG(ICSI)

Practising Company Secretary

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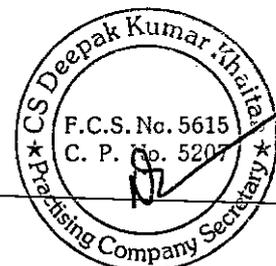
Item No.	Particulars	In terms of no. of Shares	Percentage out of valid votes cast
5.	Votes cast in favour of the proposed resolution		
	By Remote e-voting	39451900	
	By Ballot Paper	305	
	Sub total (A)	39452205	100.00
	Votes cast against the proposed resolution		
	By Remote e-voting	45	
	By Ballot Paper	0	
	Sub total (B)	45	0.00
	TOTAL (A) + (B)	39452250	100

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	39441095	
	By Ballot Paper	305	
	Sub total (A)	39441400	99.97
	Votes cast against the proposed resolution		
	By Remote e-voting	10850	
	By Ballot Paper	0	
	Sub total (B)	10850	0.03
	TOTAL (A) + (B)	39452250	100



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	39443729	
	By Ballot Paper	304	
	Sub total (A)	39444033	99.98
	Votes cast against the proposed resolution		
	By Remote e-voting	8216	
	By Ballot Paper	1	
	Sub total (B)	8217	0.02
	TOTAL (A) + (B)	39452250	100

Item No.	Particulars	In terms of no. of Shares	Percentage out of valid votes cast
8.	Votes cast in favour of the proposed resolution		
	By Remote e-voting	39443729	
	By Ballot Paper	304	
	Sub total (A)	39444033	99.98
	Votes cast against the proposed resolution		
	By Remote e-voting	8216	
	By Ballot Paper	1	
	Sub total (B)	8217	0.02
	TOTAL (A) + (B)	39452250	100



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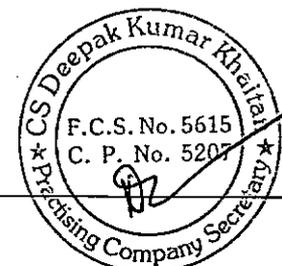
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Item No.	Particulars	In terms of no. of Shares	Percentage out of valid votes cast
9.	Votes cast in favour of the proposed resolution		
	By Remote e-voting	39451900	
	By Ballot Paper	304	
	Sub total (A)	39452204	100.00
	Votes cast against the proposed resolution		
	By Remote e-voting	20	
	By Ballot Paper	1	
	Sub total (B)	21	0.00
	TOTAL (A) + (B)	39452225	100

Item No.	Particulars	In terms of no. of Shares	Percentage out of valid votes cast
10.	Votes cast in favour of the proposed resolution		
	By Remote e-voting	39214574	
	By Ballot Paper	304	
	Sub total (A)	39214878	99.40
	Votes cast against the proposed resolution		
	By Remote e-voting	237371	
	By Ballot Paper	1	
	Sub total (B)	237372	0.60
	TOTAL (A) + (B)	39452250	100



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

11. 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 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.

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

Thanking you,

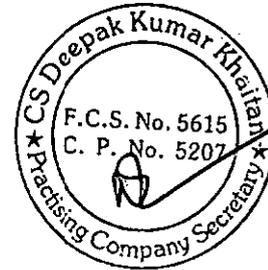


Name: CS Deepak Kumar Khaitan

A.C.S. No. 5615

C.P. No. 5207

ICSI Unique Code No.: I2003WB347200

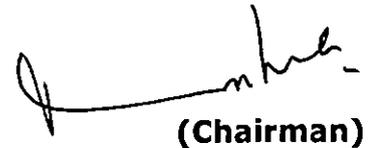


CS Deepak Kumar Khaitan
Practising Company Secretary
F.C.S. No. 5615/C. P. No. 5207

Place: Kolkata

Date : 25th September, 2018

Countersigned by



(Chairman)



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

100th Annual General Meeting of the Company held on Tuesday, 25th September, 2018

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 25th September, 2018 is as follows:

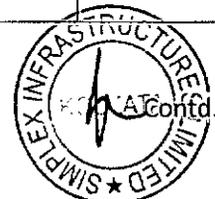
Resolution No.	Resolution proposed	Type of Resolution Ordinary / Special	Votes For and %*	Votes Against and %*	Resolution Carried Unanimously / by majority
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Ordinary Business

1	To consider and adopt the Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2018 and the Reports of the Board of Directors and Auditors thereon.	Ordinary	39217957 99.46%	213974 0.54%	Requisite Majority
2	Declaration of Dividend on Equity Shares for the Financial Year 2017-18.	Ordinary	39452250 100.00%	0	Unanimously
3	Re-appointment of Mr. Atindra Narayan Basu (DIN 05296613), as a Director, liable to retire by rotation.	Ordinary	39452230 100%	20 0.00%	Requisite Majority

Special Business

4	Ratification of remuneration of M/s. Bandyopadhyaya Bhaumik & Co., Cost Accountants (Firm Registration No. 000041), Cost Auditors of the Company, for the financial year 2018-19.	Ordinary	39452250 100.00%	0 0.00%	Unanimously
5	Re-appointment of Mr. Atindra Narayan Basu (DIN: 05296613), as a Whole-time Director of the Company, liable to retire by rotation, for a period of 5 years commencing from 20 th September, 2019	Ordinary	39452205 100.00%	45 0.00%	Requisite Majority



Contd.....2

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, "WORLD" 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

6	Re-appointment of Mr.Nripendra Nath Bhattacharyya (DIN: 00014250), as an Independent Director of the Company, to hold office for a period of five consecutive years, with effect from 5 th September,2019 or the date of the 101 st Annual General Meeting, whichever is earlier.	Special	39441400 99.97%	10850 0.03%	Requisite Majority
7	Re-appointment of Mr.Sheo Kishan Damani (DIN: 00062780), as an Independent Director of the Company, to hold office for a period of five consecutive years, with effect from 5 th September,2019 or the date of the 101 st Annual General Meeting, whichever is earlier.	Special	39444033 99.98%	8217 0.02%	Requisite Majority
8	Re-appointment of Mr. Asutosh Sen (DIN: 00165345), as an Independent Director of the Company, to hold office for a period of five consecutive years, with effect from 5 th September,2019 or the date of the 101 st Annual General Meeting, whichever is earlier.	Special	39444033 99.98%	8217 0.02%	Requisite Majority
9.	Issue of Secured/Unsecured redeemable Non-Convertible Debentures (NCDs) of an amount not exceeding INR 500 Crores on private placement basis.	Special	39452204 100%	21 0.00%	Requisite Majority
10	Issue of equity shares and/or convertible bonds and including by way of QIP, to raise a total amount not exceeding INR 600 Crores.	Special	39214878 99.40%	237372 0.60%	Requisite Majority

*decimals have been suitably rounded off, wherever required.

Based on the Report of the Scrutinizer, all the Resolutions, as set out in the Notice of the 100th Annual General Meeting have been passed by the Shareholders.

For SIMPLEX INFRASTRUCTURES LIMITED



RAJIV MUNDHRA
EXECUTIVE CHAIRMAN

Date: 25.09.2018