

1st October, 2021

To,

**Department of Corporate Relationship
BSE Ltd.**

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai – 400 001.
Scrip Code: 539177

The Calcutta Stock Exchange Limited

7, Lyons Range, Murgighata, Dalhousie,
Kolkata, West Bengal - 700 001.
Scrip Code: 011262

Dear Sir / Madam,

Sub: Scrutinizer's Report and Results of E-voting for 39th AGM of the Company held through Video Conferencing on September 30, 2021

Pursuant to provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), 2015, we are submitting herewith the details regarding the voting results in the prescribed format, for the business transacted at the 39th " AGM of the Company held on Thursday, September 30, 2021 at 4:00 P.M. through Video Conferencing ("VC") or Other Audio visual Means ("OAVM") without physical presence of the Members at a common venue, in accordance with the General Circular Nos. /4/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020 and 02/2021 dated January 13, 2021 issued by Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India ("SEBI Circulars").

The Proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company situated at 707, Raheja Centre, Free Press Journal Road, Nariman Point, Mumbai – 400021, which shall be the deemed venue of the AGM.

The result of e-voting on each resolution was determined considering the aggregate of the votes cast by the members on each resolution, both through remote e-voting as well as e-voting during the AGM. Mr. Mayank Arora of M/s Mayank Arora & Co, Practicing Company Secretaries was appointed as Scrutinizer to scrutinize the voting through electronic means (i.e. remote e-voting and e- voting during the AGM) in a fair and transparent manner and he has issued Consolidated Scrutinizer's Report.

The Voting Results along with the Scrutinizer's Report will also be available on the Company's website at www.authum.com.

Request you to take note of the same.

For Authum Investment & Infrastructure Limited


Hitesh Vora

**Company Secretary
Mem. No.: A40193**



Mayank Arora & Co.

Company Secretaries

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FORM NO. MGT-13

SCRUTINIZER'S CONSOLIDATED REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,

The Chairman of 39th Annual General Meeting of **Authum Investment & Infrastructure Limited** held on Thursday, 30th September, 2021 at 4:00 p.m. (IST) through Video Conferencing ("VC") or other audio visual means ("OAVM")

Dear Sir,

1. I, Mayank Arora, Practicing Company Secretary, proprietor of M/s. Mayank Arora & Co., Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Authum Investment & Infrastructure Limited ("**the Company**") for the purpose of Scrutinizing the process of voting through electronic means ("**e-voting**") in a fair and transparent manner on the resolutions contained in the notice dated 27th August, 2021 ("**Notice**") issued in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8 April 2020, 13 April 2020 and 5 May 2020 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the 39th Annual General Meeting of its Equity Shareholders ("the Meeting" / "AGM") through VC / OAVM. The AGM was convened on Thursday, 30th September, 2021 at 4:00 P.M. IST through VC / OAVM.
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015. As the Scrutinizer, I have to scrutinize:

- (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote evoting"); and
- (ii) process of e-voting at the AGM through electronic voting system ("evoting").

Management's Responsibility

- 3. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

- 4. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and evoting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or Central Depository Services Limited (CDSL) for my verification.

Cut-off date

- 5. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Thursday, September 23, 2021 were entitled to vote on the resolutions (item nos. 1 to 11 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

6. Remote e-voting process:-

- i. The remote e-voting period remained open from Monday, September 27, 2021 (9.00 a.m. IST) to Wednesday, September 29, 2021 (5.00 p.m. IST)
- ii. The votes cast were unblocked on Thursday, 30th September 2021 after the conclusion of the AGM and was witnessed by two witnesses, Ms. Richa Chokhani and Ms. Rashi Waghmare, who are not in the employment of the Company and/ or CDSL. They have signed below in confirmation of the same.



Richa Chokhani



Rahul Tiwari

- iii. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of CDSL, i.e., <https://www.evotingindia.com/>. Based on the report generated by CDSL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

7. E-voting process at the AGM:-

- i. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by CDSL under my instructions.
 - ii. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / CDSL and the authorizations lodged with the Company/ CDSL on test check basis.
 - iii. The e-votes cast were unblocked on Thursday, 30th September 2021 after the conclusion of the AGM.
8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting, based on the reports generated by CDSL, scrutinized on testcheck basis and relied upon by me as under:-

ORDINARY BUSINESS:

RESOLUTION NO 1: (AS AN ORDINARY RESOLUTION)

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2021 together with the Reports of the Board of Directors and Report of Auditors thereon.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	44	11939251	100
Voting at AGM	1	550	0
Total	45	11939801	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	2	18	0
Voting at AGM	0	0	0
Total	2	18	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 2: (AS AN ORDINARY RESOLUTION)

Appointment of Mrs. Alpana Dangi (DIN: 01506529) as a Director liable to retire by rotation.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	44	848358	100
Voting at AGM	1	550	0
Total	45	848908	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	1	5	0
Voting at AGM	0	0	0
Total	1	5	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 3: (AS AN ORDINARY RESOLUTION)

Appointment of Statutory Auditor

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	44	11939262	100
Voting at AGM	1	550	0
Total	45	11939812	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	2	7	0
Voting at AGM	0	0	0
Total	2	7	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority

SPECIAL BUSINESS:

RESOLUTION NO 4: (AS AN ORDINARY RESOLUTION)

Appointment of Mr. Sanjay Dangi (DIN: 00012833) as a Director of the Company

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	43	848356	100
Voting at AGM	1	550	0
Total	44	848906	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	2	7	0
Voting at AGM	0	0	0
Total	2	7	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 5: (AS SPECIAL RESOLUTION)

Appointment of Mr. Sanjiv Swarup (DIN: 00132716) as an Independent Director of the Company

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	45	11939264	100
Voting at AGM	1	550	0
Total	46	11939814	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	1	5	0
Voting at AGM	0	0	0
Total	1	5	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 6: (AS A SPECIAL RESOLUTION)

Adoption of Memorandum of Association as per the provisions of the Companies Act, 2013

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	45	11939264	100
Voting at AGM	1	550	0
Total	46	11939814	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	1	5	0
Voting at AGM	0	0	0
Total	1	5	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 7: (AS A SPECIAL RESOLUTION)

Adoption of Articles of Association as per the provisions of the Companies Act, 2013

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	45	11939264	100
Voting at AGM	1	550	0
Total	46	11939814	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	1	5	0
Voting at AGM	0	0	0
Total	1	5	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 8: (AS A SPECIAL RESOLUTION)

Increase in the Borrowing Powers under Section 180(1) (c) of the Companies Act, 2013 up to 4,000 Cr.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	45	11939264	100
Voting at AGM	1	550	0
Total	46	11939814	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	1	5	0
Voting at AGM	0	0	0
Total	1	5	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 9: (AS A SPECIAL RESOLUTION)

Approval for creation of charges, mortgages, hypothecation on the immovable and movable assets of the Company under Section 180(1)(a) of the Companies Act, 2013.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	44	11939263	100
Voting at AGM	1	550	0
Total	45	11939813	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	2	6	0
Voting at AGM	0	0	0
Total	2	6	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 10: (AS A SPECIAL RESOLUTION)

Approval for raising of additional capital by way of one or more public or private offerings including through a Qualified Institutions Placement ('QIP') to eligible investors through an issuance of equity shares or other eligible securities for an amount not exceeding Rs. 750 Crore

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	44	11669264	97.74
Voting at AGM	1	550	0
Total	45	11669814	97.94

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	2	270005	2.26
Voting at AGM	0	0	0
Total	2	270005	2.26

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 11: (AS AN ORDINARY RESOLUTION)

Approval for Related Party Transactions.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	43	848357	100
Voting at AGM	1	550	0
Total	44	848907	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	2	6	0
Voting at AGM	0	0	0
Total	2	6	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority

8. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Mr. Hitesh Vora (Company Secretary and Compliance Officer), for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.
9. The consolidated result of the votes cast (by Remote E-Voting and voting at AGM) is provided as **Annexure 1** to this report.

Thanking You,
Yours Faithfully,

**For Mayank Arora & Co.,
Company Secretaries**

MAYANK Digitally signed by
ARORA MAYANK ARORA
Date: 2021.10.01
17:41:51 +05'30'

**Mayank Arora
Proprietor**

**Place: Mumbai
Date: 01.10.2021
UDIN: F010378C001068644**

For Authum Investment & Infrastructure Limited



**Hitesh Vora
Company Secretary and Compliance Officer**



Annexure - 1

Consolidated result of voting (by remote e-voting and e-voting) for resolution numbers 1 to 11 of the Notice of the 39th Annual General Meeting of "Authum Investment & Infrastructure Limited" held on Thursday, September 30, 2021 at 04:00 P.M (IST):-

Resolution No.	Total Valid Votes Cast			Voted in favour of resolution				Voted against the resolution			
	Remote E-voting	E-voting at AGM	Total	Remote E-voting	E-voting at AGM	Total	%	Remote E-voting	E-voting at AGM	Total	%
1.	11939269	550	11939819	11939251	550	11939801	100	18	0	18	0
2.	848363	550	848913	848358	550	848908	100	5	0	5	0
3.	11939269	550	11939819	11939262	550	11939812	100	7	0	7	0
4.	848363	550	848913	848356	550	848906	100	7	0	7	0
5.	11939269	550	11939819	11939264	550	11939814	100	5	0	5	0
6.	11939269	550	11939819	11939264	550	11939814	100	5	0	5	0
7.	11939269	550	11939819	11939264	550	11939814	100	5	0	5	0
8.	11939269	550	11939819	11939264	550	11939814	100	5	0	5	0
9.	11939269	550	11939819	11939263	550	11939813	100	6	0	6	0
10.	11939269	550	11939819	11669264	550	11669814	97.74	270005	0	270005	2.26
11.	848363	550	848913	848357	550	848907	100	6	0	6	0

For Mayank Arora & Co.,
Company Secretaries

MAYANK ARORA
Digitally signed by
MAYANK ARORA
Date: 2021.10.01
17:42:26 +05'30'

Mayank Arora
Proprietor

Place: Mumbai
Date: 01.10.2021

UDIN: F010378C001068644

For Authum Investment & Infrastructure Limited

HVola

Hitesh Vora
Company Secretary and Compliance Officer

