

AJR INFRA AND TOLLING LIMITED
(Formerly Gammon Infrastructure Projects Limited)

Date: 30th December, 2022

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 ID – AJRINFRA

To,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code – 532959

Dear Sir / Madam,

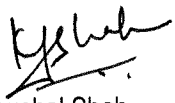
Sub: **Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Details of the voting results of the 21st Annual General Meeting**

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements), Regulations, 2015, please find enclosed the voting results on the business transacted at the 21st Annual General Meeting of the Company held on Thursday, 29th December, 2022 at 3.30 p.m. through Video Conferencing / Other Audio Visual Means.

Please take the same on records.

Yours faithfully

For, **AJR INFRA AND TOLLING LIMITED**
(formerly Gammon Infrastructure Projects Limited)


Kaushal Shah
Company Secretary & Compliance Officer

Encl: As above

The mode of voting for the resolution was remote e-voting and evoting during the Annual General Meeting.

| Resolution Required: | | Ordinary Resolution | | | | | | | | | |
|--|----------------|---|---------------------|---|------------------------|------------------------|--------------------------------------|------------------------------------|--|--|--|
| Whether promoter / promoter group are interested in the agenda / resolution? | | No | | | | | | | | | |
| Description of resolution considered | | Adoption of Audited Financial Statements (including consolidated financial statements) for the financial year ended 31st March, 2022 and Reports of the Board of Directors and Auditors thereon | | | | | | | | | |
| 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 | 193999800 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | | | |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | | | |
| | Total | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | | | |
| Public Institutions | E-Voting | | 51881887 | 0.00 | 51881887 | 0 | 100.00 | 0.00 | | | |
| | Poll | 263187912 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | | | |
| | Total | | 51881887 | 0.00 | 51881887 | 0 | 100.00 | 0.00 | | | |
| Public -Non Institutions | E-Voting | | 3314894 | 0.68 | 3300473 | 14421 | 99.56 | 0.44 | | | |
| | Poll | 484643012 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | | | |
| | Total | | 3314894 | 0.68 | 3300473 | 14421 | 99.56 | 0.44 | | | |
| Total | | 941830724 | 55196781 | 5.86 | 55182360 | 14421 | 99.97 | 0.03 | | | |

The shares held by the Promoter Company are pledged and the pledgee has the right to vote, hence votes cast by the Promoter Company have been considered as invalid

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The mode of voting for the resolution was remote e-voting and evoting during the Annual General Meeting.

| Resolution Required: | | Ordinary Resolution | | | | | | | | | |
|--|----------------|---|-----|-----------------|-----------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|--|
| Whether promoter / promoter group are interested in the agenda / resolution? | | No | | | | | | | | | |
| Description of resolution considered | | Re-appointment of Mr. Mineel Mali, Whole-Time Director (DIN - 06641595) who retires by rotation and being eligible, offers himself for re-appointment | | | | | | | | | |
| Category | Mode of Voting | No. of Shares held | [1] | [2] | [3]=[2]/(1)*100 | % 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 | |
| Promoter and Promoter Group | E-Voting | 19399800 | | 0 | 0.00 | 0 | 0 | 0 | $[6]=[(4)/(2)]*100$ | $[7]=[(5)/(2)]*100$ | |
| | Poll | | | 0 | 0.00 | 0 | 0 | 0 | | | |
| | Total | | | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 | |
| Public Institutions | E-Voting | | | 51881887 | 0.00 | 51881887 | 0 | 0 | 100.00 | 0.00 | |
| | Poll | 263187912 | | 0 | 0.00 | 0 | 0 | 0 | | | |
| | Total | | | 51881887 | 0.00 | 51881887 | 0 | 0 | 100.00 | 0.00 | |
| Public - Non Institutions | E-Voting | | | 3314894 | 0.68 | 2515575 | 799319 | 0 | 75.89 | 24.11 | |
| | Poll | 484643012 | | 0 | 0.00 | 0 | 0 | 0 | | | |
| | Total | | | 3314894 | 0.68 | 2515575 | 799319 | 0 | 75.89 | 24.11 | |
| Total | | 941830724 | | 55196781 | 5.86 | 54397462 | 799319 | 0 | 98.55 | 1.45 | |

The shares held by the Promoter Company are pledged and the pledgee has the right to vote, hence votes cast by the Promoter Company have been considered as invalid

The mode of voting for the resolution was remote e-voting and evoting during the Annual General Meeting.

| Resolution Required: | | Ordinary Resolution | | | | | | | | | |
|--|----------------|--|---------------------|---|------------------------|------------------------|--------------------------------------|------------------------------------|--|--|--|
| Whether promoter / promoter group are interested in the agenda / resolution? | | No | | | | | | | | | |
| Description of resolution considered | | Appointment of M/s. Natvarlal Vepari & Co., Chartered Accountants, Mumbai as Statutory Auditors 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 | 19399800 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | | | |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | | | |
| | Total | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | | | |
| Public Institutions | E-Voting | | 51881887 | 0.00 | 51881887 | 0 | 100.00 | 0.00 | | | |
| | Poll | 263187912 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | | | |
| | Total | | 51881887 | 0.00 | 51881887 | 0 | 100.00 | 0.00 | | | |
| Public - Non Institutions | E-Voting | | 3314894 | 0.68 | 3276956 | 37938 | 98.86 | 1.14 | | | |
| | Poll | 484643012 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | | | |
| | Total | | 3314894 | 0.68 | 3276956 | 37938 | 98.86 | 1.14 | | | |
| Total | | 941830724 | 55196781 | 5.86 | 55158843 | 37938 | 99.93 | 0.07 | | | |

The shares held by the Promoter Company are pledged and the pledgee has the right to vote, hence votes cast by the Promoter Company have been considered as invalid


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The mode of voting for the resolution was remote e-voting and evoting during the Annual General Meeting.

| Ordinary Resolution | | | | | | | | | |
|--|----------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|--|
| Whether promoter / promoter group are interested in the agenda / resolution? | | | | | | | | | |
| No | | | | | | | | | |
| Description of resolution considered | | | | | | | | | |
| 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 | 193999800 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Total | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| Public Institutions | E-Voting | | 51881887 | 0.00 | 51881887 | 0 | 100.00 | 0.00 | |
| | Poll | 263187912 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Total | | 51881887 | 0.00 | 51881887 | 0 | 100.00 | 0.00 | |
| Public –Non Institutions | E-Voting | | 3314894 | 0.68 | 3293613 | 21281 | 99.36 | 0.64 | |
| | Poll | 484643012 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Total | | 3314894 | 0.68 | 3293613 | 21281 | 99.36 | 0.64 | |
| Total | | 941830724 | 55196781 | 5.86 | 55175500 | 21281 | 99.96 | 0.04 | |

The shares held by the Promoter Company are pledged and the pledgee has the right to vote, hence votes cast by the Promoter Company have been considered as invalid

For AJR INFRA AND TOLLING LIMITED
(formerly Gammon Infrastructure Projects Limited)


Kaushal Shah
Company Secretary & Compliance Officer
(ACS : 18501)

AJR INFRA AND TOLLING LIMITED
(Formerly Gammon Infrastructure Projects Limited)

Date: 30th December, 2022

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 ID – AJRINFRA

To,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code – 532959

Dear Sir / Madam,

Sub: **Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Scrutinizer's Report of the 21st Annual General Meeting**

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements), Regulations, 2015, please find enclosed the Scrutinizer's Report on the business transacted at the 21st Annual General Meeting of the Company held on Thursday, 29th December, 2022 at 3.30 p.m. through Video Conferencing / Other Audio Visual Means.

Please take the same on records.

Yours faithfully

For, **AJR INFRA AND TOLLING LIMITED**
(formerly Gammon Infrastructure Projects Limited)


Kaushal Shah
Company Secretary & Compliance Officer

Encl: As above

Veeraraghavan. N
Practicing Company Secretary
B. Sc., LLB., A.C.S.

11- H – 304, Neelam Nagar, Phase-2
Mulund East, Mumbai – 400081
Mob: 9821528844
Email: nvr54@ymail.com

REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairperson
Annual General Meeting of the equity shareholders of
AJR Infra And Tolling Limited
(formerly Gammon Infrastructure Projects Limited)
held on Thursday, 29th December, 2022 at 3.30 p.m. through Video Conferencing (“VC”) /
Other Audio Visual Means (“OAVM”)

Sir,

I, Veeraraghavan. N, a Company Secretary in Practice had been appointed as the Scrutinizer by the Board of Directors of AJR Infra And Tolling Limited (formerly Gammon Infrastructure Projects Limited) (CIN: L45203MH2001PLC131728) to scrutinize the remote e-voting and e-voting Process at the Annual General Meeting (“AGM”) held through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in fair and transparent manner in respect of the resolutions as proposed in the Notice dated 26th November, 2022 and hereby submit my report as under:

1. The notice was sent to all the Members who were entitled to vote on the proposed resolutions as mentioned in the Notice of the AGM of the Company through electronic mode in accordance with the circulars issued by Ministry of Corporate Affairs and Securities And Exchange Board of India.
2. The Company had published a notice in regard to dispatch of Notice through Email and E-voting information in The Free Press Journal in English language and Navshakti in Marathi language on 6th December, 2022
3. The Company had availed the e-voting facility offered by the Central Depository Services (India) Limited for conducting remote e-voting and e-voting during the AGM by the shareholders of the Company.
4. The shareholders of the Company holding shares as on cut-off date i.e. 23rd December, 2022 were entitled to vote on the proposed resolutions.
5. The remote e-voting facility commenced from 9.00 a.m. on Monday, 26th December, 2022 to Wednesday, 28th December, 2022 at 5.00 p.m.
6. The shareholders attending the AGM through VC / OAVM who had not cast their vote through remote e-voting could cast their vote for a period of 15 minutes after the conclusion of the AGM.

| | |
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| VEERARAGH AVAN NARAYANAN | Digitally signed by VEERARAGHAVAN NARAYANAN Date: 2022.12.30 11:22:55 +05'30' |
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7. After the conclusion of the e-voting at the AGM, the votes cast under remote e-voting and votes casted through e-voting during the AGM were downloaded and then the votes cast were counted.
8. I have scrutinized and reviewed the e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited e-voting system.
9. The shares held by the Promoter Company are pledged and the pledgee has the right to vote, hence votes cast by the Promoter Company have been considered as invalid.
10. The requisite quorum was present (including two directors who are also shareholders of the Company) for the AGM through VC / OAVM.
11. The combined result of the remote e-voting and e-voting process at the AGM is as under:

Resolution 1 - Adoption of Audited Financial Statements (including consolidated financial statements) for the financial year ended 31st March, 2022 and Reports of the Board of Directors and Auditors thereon: Ordinary Resolution

| Particulars | Number of | | | Number of Votes contained in | | | % |
|-------------|-----------|---------------------|-------|------------------------------|---------------------|--------------|-------|
| | E-voters | Postal Ballot Forms | Total | E-votes | Postal Ballot Forms | Total | |
| Assent | 132 | 0 | 132 | 5,51,82,360 | 0 | 5,51,82,360 | 99.97 |
| Dissent | 6 | 0 | 6 | 14,421 | 0 | 14,421 | 0.03 |
| Invalid | 2 | 0 | 2 | 19,39,99,800 | 0 | 19,39,99,800 | 0.00 |

Resolution 2 - Re-appointment of Mr. Mineel Mali, Whole-Time Director (DIN – 06641595) who retires by rotation and being eligible, offers himself for re-appointment: Ordinary Resolution

| Particulars | Number of | | | Number of Votes contained in | | | % |
|-------------|-----------|---------------------|-------|------------------------------|---------------------|--------------|-------|
| | E-voters | Postal Ballot Forms | Total | E-votes | Postal Ballot Forms | Total | |
| Assent | 121 | 0 | 121 | 5,43,97,462 | 0 | 5,51,82,360 | 98.55 |
| Dissent | 17 | 0 | 17 | 7,99,319 | 0 | 7,99,319 | 1.45 |
| Invalid | 2 | 0 | 2 | 19,39,99,800 | 0 | 19,39,99,800 | 0.00 |

Resolution 3 - Appointment of M/s. Natvarlal Vepari & Co., Chartered Accountants, Mumbai as Statutory Auditors of the Company: Ordinary Resolution

| Particulars | Number of | | | Number of Votes contained in | | | % |
|-------------|-----------|---------------------|-------|------------------------------|---------------------|--------------|-------|
| | E-voters | Postal Ballot Forms | Total | E-votes | Postal Ballot Forms | Total | |
| Assent | 126 | 0 | 126 | 5,51,58,843 | 0 | 5,51,58,843 | 98.55 |
| Dissent | 12 | 0 | 12 | 37,938 | 0 | 37,938 | 1.45 |
| Invalid | 2 | 0 | 2 | 19,39,99,800 | 0 | 19,39,99,800 | 0.00 |

| | |
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| VEERARAGH AVAN NARAYANAN | Digitally signed by VEERARAGHAVAN NARAYANAN Date: 2022.12.30 11:23:21 +05'30' |
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**Resolution 4 - Appointment of Mr. Subhrrarabinda Birabar (DIN - 03249632) as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation:
Ordinary Resolution**

| Particulars | Number of | | | Number of Votes contained in | | | % |
|-------------|-----------|---------------------|-------|------------------------------|---------------------|--------------|-------|
| | E-voters | Postal Ballot Forms | Total | E-votes | Postal Ballot Forms | Total | |
| Assent | 128 | 0 | 128 | 5,51,75,500 | 0 | 5,51,75,500 | 99.96 |
| Dissent | 10 | 0 | 10 | 21,281 | 0 | 21,281 | 0.04 |
| Invalid | 2 | 0 | 2 | 19,39,99,800 | 0 | 19,39,99,800 | 0.00 |

12. The above-mentioned resolutions are passed with requisite majority.

You are requested to kindly declare the said results to the shareholders of the Company.

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| VEERARAGH AVAN NARAYANAN | Digitally signed by VEERARAGHAVAN NARAYANAN Date: 2022.12.30 11:23:36 +05'30' |
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Veeraraghavan. N
Scrutinizer
C. P. No. 4334
UDIN: A006911D002833856

Dated: 30th December, 2022