

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

Date: 30<sup>th</sup> December, 2023

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 22<sup>nd</sup> Annual General Meeting**

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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 22<sup>nd</sup> Annual General Meeting of the Company held on Friday, 29<sup>th</sup> December, 2023 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



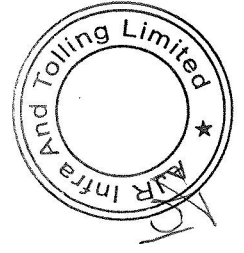
Encl: As above

## Resolution (1)

Resolution required: (Ordinary / Special)		Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?		No					
Adoption of Audited Financial Statements (including consolidated financial statements) for the FY ended 31-03-2023 and Reports of the Board of Directors & Auditors thereon							
Category	Mode of voting	No. of shares held	Description of resolution considered				
(1)	(2)	(3)=[(2)/(4)]*100	(4)				
(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)=[(6)/(2)]*100				
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0
	Poll	193999800	0	0	0	0	0
	Postal Ballot (if applicable)	0	0.0000	0	0	0	0
	Total	193999800	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	54495235	20.7995	54495235	0	100.0000	0.0000
	Poll	262002517	0	0	0	0	0
	Postal Ballot (if applicable)	0	0.0000	0	0	0	0
	Total	262002517	54495235	20.7995	54495235	0	100.0000
Public- Non Institutions	E-Voting	3152464	0.6489	3152424	222	99.9930	0.0070
	Poll	485828407	0	0	0	0	0
	Postal Ballot (if applicable)	0	0.0000	0	0	0	0
	Total	485828407	3152464	0.6489	3152242	222	99.9930
Total		941830724	57647699	6.1208	57647477	99.9996	0.0004
Whether resolution is Pass or Not.				Yes			
Disclosure of notes on resolution				Add Notes			

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	193999800
Public Institutions	0
Public - Non Institutions	0



## Resolution (2)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Re-appointment of Mr. Mineel Mali, Whole-Time Director who retires by rotation and being eligible, offers himself for re-appointment						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0	0
	Poll	193999800	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	193999800	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting		54495235	20.7995	54495235	0	100.0000	0.0000
	Poll	262002517	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	262002517	54495235	20.7995	54495235	0	100.0000	0.0000
Public- Non Institutions	E-Voting		3152890	0.6490	2084465	1068425	66.1128	33.8872
	Poll	485828407	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	485828407	3152890	0.6490	2084465	1068425	66.1128	33.8872
Total		941830724	57648125	6.1209	56579700	1068425	98.1466	1.8534
		Whether resolution is Pass or Not.		Yes				
		Disclosure of notes on resolution		Add Notes				

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	193999800
Public Institutions	0
Public - Non Institutions	0



### Resolution (3)

Resolution required: (Ordinary / Special)		Ordinary					
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				
		(1)	(2)				
			(3)=[(2)/(1)]*100				
			(4)				
			(5)				
			(6)=[(4)/(2)]*100				
			(7)=[(5)/(2)]*100				
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0
	Poll	19399800	0	0.0000	0	0	0
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0
	Total	19399800	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	54495235	54495235	20.7995	54495235	0	100.0000
	Poll	262002517	0	0.0000	0	0	0
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0
	Total	262002517	54495235	20.7995	54495235	0	100.0000
Public- Non Institutions	E-Voting	485828407	3152890	0.6490	2126965	1025925	67.4608
	Poll	0	0	0.0000	0	0	0
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0
	Total	485828407	3152890	0.6490	2126965	1025925	67.4608
Total		941830724	57648125	6.1209	56622200	1025925	98.2204
Whether resolution is Pass or Not.				Yes			
Disclosure of notes on resolution				Add Notes			

Re-appointment of Mr. Mahendra Kumar Agrawala as an Independent Director of the Company, not liable to retire by rotation

\* this fields are optional

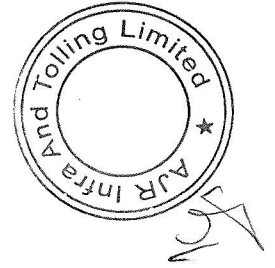
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	193999800
Public Institutions	0
Public - Non Institutions	0



Resolution (4)									
Resolution required: (Ordinary / Special)					Special				
Whether promoter/promoter group are interested in the agenda/resolution?					No				
Revision in remuneration of Mr. Mineel Mali, Whole-Time Director 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		0	0.0000	0	0	0	0	0
	Poll	193999800	0	0.0000	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0
	<b>Total</b>	193999800	0	0.0000	0	0	0.0000	0.0000	0.0000
Public- Institutions	E-Voting		54495235	20.7995	54495235	0	100.0000	0.0000	0.0000
	Poll	262002517	0	0.0000	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0
	<b>Total</b>	262002517	54495235	20.7995	54495235	0	100.0000	0.0000	0.0000
Public- Non Institutions	E-Voting		3152890	0.6490	2079465	1073425	65.9543	34.0457	0
	Poll	485828407	0	0.0000	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0
	<b>Total</b>	485828407	3152890	0.6490	2079465	1073425	65.9543	34.0457	0
	<b>Total</b>	941830724	57648125	6.1209	56574700	1073425	98.1380	1.8620	
					<b>Whether resolution is Pass or Not.</b>				
					Disclosure of notes on resolution				
					Yes				
					Add Notes				

\* this fields are optional

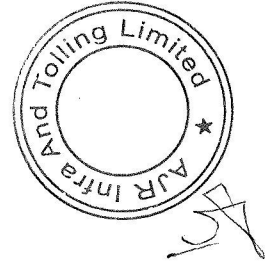
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	193999800
Public Institutions	0
Public - Non Institutions	0



Resolution (5)									
Resolution required: (Ordinary / Special)					Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?					No				
Ratification of remuneration payable to Ms. Bina Sampat, Cost Accountant, appointed as the Cost Auditors of the Company for the FY ended 31-03-2019									
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		0	0.0000	0	0	0	0	0
	Poll	193999800	0	0.0000	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0
	<b>Total</b>	193999800	0	0.0000	0	0	0.0000	0.0000	0.0000
Public- Institutions	E-Voting		54495235	20.7995	54495235	0	100.0000	0.0000	0.0000
	Poll	262002517	0	0.0000	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0
	<b>Total</b>	262002517	54495235	20.7995	54495235	0	100.0000	0.0000	0.0000
Public- Non Institutions	E-Voting		3152890	0.6490	2873067	279823	91.1249	8.8751	
	Poll	485828407	0	0.0000	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0
	<b>Total</b>	485828407	3152890	0.6490	2873067	279823	91.1249	8.8751	
<b>Total</b>		941830724	57648125	6.1209	57368302	279823	99.5146	0.4854	
<b>Whether resolution is Pass or Not.</b>									
Disclosure of notes on resolution									
Yes									
Add Notes									

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	193999800
Public Institutions	0
Public - Non Institutions	0



# AJR INFRA AND TOLLING LIMITED

(Formerly Gammon Infrastructure Projects Limited)

Date: 30<sup>th</sup> December, 2023

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 22<sup>nd</sup> Annual General Meeting**

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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 22<sup>nd</sup> Annual General Meeting of the Company held on Friday, 29<sup>th</sup> December, 2023 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*  
Ms 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 Friday, 29<sup>th</sup> December, 2023 at 3:30 p.m. through Video Conferencing (“VC”) /  
Other Audio Visual Means (“OAVM”)

Madam,

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 30<sup>th</sup> October, 2023 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 6<sup>th</sup> December, 2023.
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. 22<sup>nd</sup> December, 2023 were entitled to vote on the proposed resolutions.





5. The remote e-voting facility commenced from 9.00 a.m. on Tuesday, 26<sup>th</sup> December, 2023 to Thursday, 28<sup>th</sup> December, 2023 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.
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 requisite quorum was present (including two directors who are also shareholders of the Company) for the AGM through VC / OAVM.
10. 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 31<sup>st</sup> March, 2023 and Reports of the Board of Directors and Auditors thereon: Ordinary Resolution**

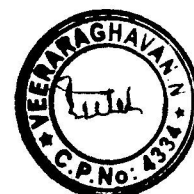
Particulars	Number of			Number of Votes contained in			%
	E-voters	Postal Ballot Forms	Total	E-votes	Postal Ballot Forms	Total	
Assent	101	0	101	5,76,47,477	0	5,76,47,477	99.99
Dissent	9	0	9	222	0	222	0.01
Invalid	1	0	1	19,39,99,800	0	19,39,99,800	0.00

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.

**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	92	0	92	5,65,79,700	0	5,65,79,700	98.14
Dissent	19	0	19	10,68,425	0	10,68,425	1.86
Invalid	1	0	1	19,39,99,800	0	19,39,99,800	0.00

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.



**Resolution 3 - Re-appointment of Mr. Mahendra Kumar Agrawala as an Independent Director of the Company, not 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	93	0	93	5,66,22,200	0	5,66,22,200	98.22
Dissent	18	0	18	10,25,925	0	10,25,925	1.78
Invalid	1	0	1	19,39,99,800	0	19,39,99,800	0

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.

**Resolution 4 - Revision in remuneration of Mr. Mineel Mali, Whole-Time Director of the Company: Special Resolution**

Particulars	Number of			Number of Votes contained in			%
	E-voters	Postal Ballot Forms	Total	E-votes	Postal Ballot Forms	Total	
Assent	90	0	90	5,65,74,700	0	5,65,74,700	98.14
Dissent	21	0	21	10,73,425	0	10,73,425	1.86
Invalid	1	0	1	19,39,99,800	0	19,39,99,800	0

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.




**Resolution 5 - Ratification of the remuneration payable to Ms. Bina Devendra Sampat, Cost Accountant, appointed as the Cost Auditors of the Company for the financial year ending 31<sup>st</sup> March, 2019: Ordinary Resolution**

Particulars	Number of			Number of Votes contained in			%
	E-voters	Postal Ballot Forms	Total	E-votes	Postal Ballot Forms	Total	
Assent	94	0	94	5,73,68,302	0	5,73,68,302	99.52
Dissent	17	0	17	2,79,823	0	2,79,823	0.48
Invalid	1	0	1	19,39,99,800	0	19,39,99,800	0

11. The above-mentioned resolution passed with requisite majority.

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

Dated: 30<sup>th</sup> December, 2023

  
Veeraraghavan.N  
Scrutinizer  
C. P. No. 4334  
UDIN: A006911E003073513

