



**NILA
INFRASTRUCTURES
LIMITED**

Nila/Cs/2020/103
Date: September 26, 2020

To,
The Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai- 400 001

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 Code: 530377

Scrip Symbol: NILAINFRA

Dear Sir,

Sub: Voting Results & Consolidated Scrutinizer Report of the 30th Annual General Meeting

**Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015**

The 30th Annual General Meeting of the Company was held on Friday, September 25, 2020 at 11:00 a.m. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) to transact the business as set out in the Notice of the said meeting dated August 14, 2020.

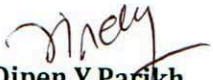
In this regard, please find enclosed the following:

1. Voting Results of the business transacted at the AGM in terms of Regulation 44(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - **Annexure I**
2. Report of the Scrutinizer dated September 25, 2020, pursuant to Section 108 of the Companies Act, 2013 - **Annexure II**

The Voting Results along with the Scrutinizer's Report dated September 25, 2020 is made available on the Company's website at www.nilainfra.com.

Kindly take the same on your record.

Thanking You,
Yours Faithfully,
For, Nila Infrastructures Limited


Dipen Y Parikh
Company Secretary
Membership Number: A24031



Encl: a/a

Registered Office:

1st floor, Sambhaav House
Opp. Chief Justice's Bungalow
Bodakdev, Ahmedabad 380015
Tel.: +91 79 4003 6817 / 18, 2687 0258
Fax: +91 79 3012 6371
e-mail: info@nilainfra.com



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Annexure I

The details of the Voting and resolutions passed at the 30th AGM, as required under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Particulars	Details of AGM
Date of the AGM	September 25, 2020
Total number of shareholders on cut-off date	34788
Cut Off date for the purpose of determining the shareholder eligible for e-Voting	September 18, 2020
No. of shareholders present in the meeting either in person or through proxy: 1. Promoters and Promoter Group 2. Public:	0 0
No. of shareholders attended the meeting through video conferencing: 1. Promoter and Promoter Group 2. Public	10 37



Registered Office:
1st floor, Sambhaav House
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e-mail: info@nilainfra.com

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited Accounts (Standalone and Consolidated) for the financial year ended on March 31, 2020 and the report of auditors and directors 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		243825187	100.0000	243825187	0	100.0000	0.0000
	Poll	243825187	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	243825187	243825187	100.0000	243825187	0	100.0000	0.0000
Public-Institutions	E-Voting		7194171	24.2971	7194171	0	100.0000	0.0000
	Poll	29609171	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	29609171	7194171	24.2971	7194171	0	100.0000	0.0000
Public- Non Institutions	E-Voting		9292923	7.7149	9292522	401	99.9957	0.0043
	Poll	120454842	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	120454842	9292923	7.7149	9292522	401	99.9957	0.0043
Total	Total	393889200	260312281	66.0877	260311880	401	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	



Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Dilip D Patel (DIN:01523277), who retires by rotation and being eligible, offers himself for reappointment.				
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		243825187	100.0000	243825187	0	100.0000	0.0000
	Poll	243825187	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	243825187	243825187	100.0000	243825187	0	100.0000	0.0000
Public-Institutions	E-Voting		7194171	24.2971	7194171	0	100.0000	0.0000
	Poll	29609171	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	29609171	7194171	24.2971	7194171	0	100.0000	0.0000
Public- Non Institutions	E-Voting		9292923	7.7149	9289947	2976	99.9680	0.0320
	Poll	120454842	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	120454842	9292923	7.7149	9289947	2976	99.9680	0.0320
Total	Total	393889200	260312281	66.0877	260309305	2976	99.9989	0.0011
Whether resolution is Pass or Not.							Yes	



Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify & appoint the Statutory Auditors and to determine their remuneration.				
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		243825187	100.0000	243825187	0	100.0000	0.0000
	Poll	243825187	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	243825187	243825187	100.0000	243825187	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	29609171	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	29609171	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		9292722	7.7147	9292522	200	99.9978	0.0022
	Poll	120454842	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	120454842	9292722	7.7147	9292522	200	99.9978	0.0022
Total	Total	393889200	253117909	64.2612	253117709	200	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	



Resolution (4)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the remuneration of Cost Auditor of the company M/s. Dalwadi & Associates.				
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		243825187	100.0000	243825187	0	100.0000	0.0000
	Poll	243825187	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	243825187	243825187	100.0000	243825187	0	100.0000	0.0000
Public-Institutions	E-Voting		7194171	24.2971	7194171	0	100.0000	0.0000
	Poll	29609171	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	29609171	7194171	24.2971	7194171	0	100.0000	0.0000
Public- Non Institutions	E-Voting		9292722	7.7147	9292402	320	99.9966	0.0034
	Poll	120454842	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	120454842	9292722	7.7147	9292402	320	99.9966	0.0034
Total		393889200	260312080	66.0876	260311760	320	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	



Resolution (5)

Resolution required: (Ordinary / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					Approval to continuation of directorship of Mr. Dilip D Patel(DIN: 01523277), Director in terms of Regulation 17(A) of the SEBI (LODR) Regulations, 2015			
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		243825187	100.0000	243825187	0	100.0000	0.0000
	Poll	243825187	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	243825187	243825187	100.0000	243825187	0	100.0000	0.0000
Public-Institutions	E-Voting		7194171	24.2971	7194171	0	100.0000	0.0000
	Poll	29609171	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	29609171	7194171	24.2971	7194171	0	100.0000	0.0000
Public- Non Institutions	E-Voting		9292923	7.7149	9289917	3006	99.9677	0.0323
	Poll	120454842	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	120454842	9292923	7.7149	9289917	3006	99.9677	0.0323
Total	Total	393889200	260312281	66.0877	260309275	3006	99.9988	0.0012
Whether resolution is Pass or Not.							Yes	



Resolution (6)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint Ms. Foram B Mehta (DIN: 01740346), as an Independent Director of the Company for further period of 5 (Five) years				
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		243825187	100.0000	243825187	0	100.0000	0.0000
	Poll	243825187	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	243825187	243825187	100.0000	243825187	0	100.0000	0.0000
Public-Institutions	E-Voting		7194171	24.2971	7194171	0	100.0000	0.0000
	Poll	29609171	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	29609171	7194171	24.2971	7194171	0	100.0000	0.0000
Public- Non Institutions	E-Voting		9292923	7.7149	9292392	531	99.9943	0.0057
	Poll	120454842	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	120454842	9292923	7.7149	9292392	531	99.9943	0.0057
Total	Total	393889200	260312281	66.0877	260311750	531	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	



Resolution (7)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve remuneration of Mr. Kiran B. Vadodaria (DIN: 00092067), Non-Executive 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	243825187	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	243825187	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	29609171	7194171	24.2971	7194171	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	29609171	7194171	24.2971	7194171	0	100.0000	0.0000
Public- Non Institutions	E-Voting	120454842	9292923	7.7149	9289927	2996	99.9678	0.0322
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	120454842	9292923	7.7149	9289927	2996	99.9678	0.0322
Total		393889200	16487094	4.1857	16484098	2996	99.9818	0.0182
Whether resolution is Pass or Not.							Yes	





UMESH VED & ASSOCIATES Company Secretaries

304, Shoppers Plaza-V, Opp. Municipal Market, C. G. Road, Navrangpura, Ahmedabad - 380 009.

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E mail : info@umeshvedcs.com, umeshvedcs.office@airtelmail.in • Website : www.umeshvedcs.com

FORM NO. MGT-13

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to section 108 & 109 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
Nila Infrastructures Limited
1st Floor, Sambhaav House,
Opp. Chief Justice's Bungalow,
Bodakdev,
Ahmedabad - 380 015.

Re: 30th Annual General Meeting (AGM) of Nila Infrastructures Limited held on Friday, the 25th September, 2020 at 11:00 a.m. held through video conferencing (VC)/other audio visual means (OAVM).

Dear Sir,

I, Umesh Ved, Proprietor of M/s. Umesh Ved & Associates, Company Secretaries, Ahmedabad, was appointed as Scrutinizer for the purpose of scrutinizing the Remote E-Voting process and voting at the Annual General Meeting ("AGM") pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20 of Companies (Management and Administration) Rules, 2014, as amended on the resolutions contained in the Notice to the 30th AGM of the Members of "Nila infrastructures Limited" (the Company) held on Friday, the 25th September, 2020 at 11:00 a.m. held through video conferencing (VC)/other audio visual means (OAVM).

My responsibility as a scrutinizer for the voting process is restricted to preparing a Scrutinizer's Report of the votes casted "in favour" or "against" the resolution(s) based on the reports generated from the Remote e-voting system and e-voting provided by National Securities Depository Limited (the Agency/ service provider).

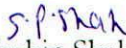
I submit my report as under:

- The notice dated 14th August 2020 as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.



- ii. The Company has availed the e-voting facility offered by National Securities Depository Limited for conducting remote e-voting and voting at the AGM by the shareholders of the Company.
- iii. The shareholders of the Company holding shares as on the "cut-off" date Friday 18th September, 2020 were entitled to vote on the proposed resolutions as set out in item nos. 1 to 7 in the Notice of the 30th AGM of Nila Infrastructures Limited.
- iv. The facility provided for Remote E-Voting commenced from 9.00 A.M. on Tuesday, the 22nd September, 2020 and ended on 5.00 P.M. on Thursday, the 24th September, 2020. The Remote E-voting facility was blocked thereafter.
- v. The votes cast were unblocked on Friday, 25th September, 2020 after the conclusion of Annual General Meeting and was witnessed by two witnesses, Ms. Shristi Rajpurohit and Mr. Sachin Shah, who are not in the employment of the Company. They have signed below in confirmation of the same.


Shristi Rajpurohit


Sachin Shah

- vi. The Company had also provided e-voting facility to the shareholders present at the AGM through VC/ OAVM and who had not cast their vote earlier
- vii. The voting done through Remote E-voting and E-voting at the meeting were reconciled with the records maintained by the RTA and the authorizations lodged with the Company.
- viii. The result of the Remote e-voting as well as E-voting at the AGM is as under:

- (1). **ORDINARY RESOLUTION** for Adoption of the Audited financial statements of the Company on standalone and consolidated basis for the financial year ended on 31 March 2020 and the reports of the auditors and directors thereon

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	77	260311875	99.9998
E-voting (AGM)	1	5	100.00
Total	78	260311880	99.9998



Voted against of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	2	401	0.0002
E-voting (AGM)	0	0	0.00
Total	2	401	0.0002

- (2) **ORDINARY RESOLUTION** for Appointment of a director in place of Mr. Dilip D. Patel (DIN:01523277), who retires by rotation pursuant to the provisions of Section 152 of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	75	260309300	99.9989
E-voting (AGM)	1	5	100.00
Total	76	260309305	99.9989

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	4	2976	0.0011
E-voting (AGM)	0	0	0.00
Total	4	2976	0.0011

- (3) **ORDINARY RESOLUTION** for ratification & appointment of the Statutory Auditors and to determine their remuneration.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	76	253117704	99.9999
E-voting (AGM)	1	5	100.00
Total	77	253117709	99.9999



Voted against of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	1	200	0.0001
E-voting (AGM)	0	0	0.00
Total	1	200	0.0001

- (4) **ORDINARY RESOLUTION** for ratification of the remuneration of Cost Auditor of the Company M/s Dalwadi & Associates.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	75	260311755	99.9999
E-voting (AGM)	1	5	100.00
Total	76	260311760	99.9999

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	3	320	0.0001
E-voting (AGM)	0	0	0.00
Total	3	320	0.0001

- (5) **SPECIAL RESOLUTION** for Approval of continuation of directorship of Mr. Dilip D. Patel (DIN: 01523277), Director in terms of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	74	260309270	99.9988
E-voting (AGM)	1	5	100.00
Total	75	260309275	99.9988



Voted against of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	5	3006	0.0012
E-voting (AGM)	0	0	0.00
Total	5	3006	0.0012

(6) **SPECIAL RESOLUTION** for re-appointment of Ms. Foram B. Mehta (DIN: 07140346), as an Independent Director of the Company for further period of 5 (Five) years.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	75	260311745	99.9998
E-voting (AGM)	1	5	100.00
Total	76	260311750	99.9998

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	4	531	0.0002
E-voting (AGM)	0	0	0.00
Total	4	531	0.0002

(7) **SPECIAL RESOLUTION** for Approval of remuneration to Mr. Kiran B. Vadodaria (DIN: 00092067), Non-Executive Director of the Company.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	63	16484093	99.9818
E-voting (AGM)	1	5	100.00
Total	64	16484098	99.9818



Voted against of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	5	2996	0.0182
E-voting (AGM)	0	0	0.00
Total	5	2996	0.0182

- ix. All the resolutions mentioned in the AGM Notice as per details above accordingly stand passed with requisite majority.
- x. The Electronic data and all other relevant records relating to Remote e-voting and electronic voting conducted at the AGM is under my safe custody and all will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of AGM.

Thanking You,

Yours faithfully,



Umesh Ved
Umesh Ved & Associates
Company Secretaries
FCS No: 4411
CP No: 2924
UDIN: F004411B000775566



Manoj B. Vadodaria
Chairman and Managing Director
(DIN: 00092053)

Date: 25/09/2020
Place: Ahmedabad