



**NILA
INFRASTRUCTURES
LIMITED**

Nila/Cs/2023/53
Date: September 30, 2023

To,
The Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
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 33rd Annual General Meeting

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

The 33rd Annual General Meeting of the Company was held on Friday, September 29, 2023 at 11:30 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 12, 2023.

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 30, 2023, pursuant to Section 108 of the Companies Act, 2013 - **Annexure II**

The Voting Results along with the Scrutinizer's Report dated September 30, 2023 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

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 33rd 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 29, 2023
Total number of shareholders on cut-off date	58132
Cut Off date for the purpose of determining the shareholder eligible for e-Voting	September 22, 2023
No. of shareholders present in the meeting either in person or through proxy:	
1. Promoters and Promoter Group	0
2. Public:	0
No. of shareholders attended the meeting through video conferencing:	
1. Promoter and Promoter Group	7
2. Public	27

Registered Office:

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Bodakdev, Ahmedabad 380015
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e-mail: info@nilainfra.com

Resolution (4)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the audited financial statements of the Company on standalone and consolidated basis for the financial year ended on 31 March 2023 and the reports of the 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	243825187	230225187	94.4222	230225187	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	243825187	230225187	94.4222	230225187	0	100.0000	0.0000
Public- Institutions	E-Voting	3657593	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	3657593	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	146406420	1132153	0.7733	1111777	20376	98.2002	1.7998
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (If applicable)		0	0.0000	0	0	0	0
	Total	146406420	1132153	0.7733	1111777	20376	98.2002	1.7998
Total	Total	393889200	231357340	58.7367	231336964	20376	99.9912	0.0088
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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. Dimpal 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				
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		230225187	94.4222	230225187	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	230225187	94.4222	230225187	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	3657593	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	3657593	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		1132153	0.7733	1111275	20878	98.1559	1.8441
	Poll	146406420	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	146406420	1132153	0.7733	1111275	20878	98.1559	1.8441
Total	Total	393889200	231357340	58.7367	231336462	20878	99.9910	0.0090
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

Resolution (3)

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		230225187	94.4222	230225187	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	230225187	94.4222	230225187	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	3657593	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	3657593	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		1132153	0.7733	1111280	20873	98.1563	1.8437
	Poll	146406420	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	146406420	1132153	0.7733	1111280	20873	98.1563	1.8437
Total	Total	393889200	231357340	58.7367	231336467	20873	99.9910	0.0090
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval and Ratification of Related Party Transactions				
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	3657593	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	3657593	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	146406420	1125841	0.7690	1105468	20373	98.1904	1.8096
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	146406420	1125841	0.7690	1105468	20373	98.1904	1.8096
Total	Total	393889200	1125841	0.2858	1105468	20373	98.1904	1.8096
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

Note: In terms of Regulation 23 of SEBI LODR Regulations; Votes polled by one of the related parties for 6312 shares has been considered Invalid and therefore Number of Votes Polled reduced accordingly to that extent.

Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve transaction(s) of personal guarantee, security, collaterals etc. by the promoter and promoter group for the loan and borrowings 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	3657593	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	3657593	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	146406420	1125841	0.7690	1046506	79335	92.9533	7.0467
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	146406420	1125841	0.7690	1046506	79335	92.9533	7.0467
Total	Total	393889200	1125841	0.2858	1046506	79335	92.9533	7.0467
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

Note: In terms of Regulation 23 of SEBI LODR Regulations; Votes polled by one of the related parties for 6312 shares has been considered Invalid and therefore Number of Votes Polled reduced accordingly to that extent.



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-380015

Re: 33rd Annual General Meeting (AGM) of Nila Infrastructures Limited held on Friday, the 29th September, 2023 at 11:30 a.m. through video conferencing (VC)/other audio-visual means (OAVM).

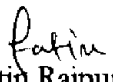
Dear Sir,

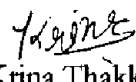
I, Umesh Ved, Proprietor of M/s. Umesh Ved & Associates, Company Secretaries, Ahmedabad, was appointed as Scrutinizer for the purpose of scrutinizing the Remote E-Voting process and voting at the Annual General Meeting ("AGM") pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20 of Companies (Management and Administration) Rules, 2014, as amended on the resolutions contained in the Notice of the 33rd AGM of the Members of "Nila infrastructures Limited" (the Company) held on Friday, the 29th September, 2023 at 11:30 a.m. 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 favor" 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:

- i. The notice dated 12th August, 2023 as confirmed by the Board 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, April 13, 2020 and January 13, 2021, June 23, 2021, December 8, 2021 and May 5, 2022 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020 and January 15, 2021 and May 13, 2022 and January 5, 2023 (collectively referred to as "SEBI Circulars").

- ii. The Company has availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting & voting at the AGM by the shareholders of the Company.
- iii. The shareholders of the Company holding shares as on the cut-off date, i.e., Friday, 22nd September, 2023 were entitled to vote on the proposed resolutions as set out in item nos. 1 to 5 in the Notice of the 33rd AGM of Nila Infrastructures Limited.
- iv. The facility provided for Remote E-Voting commenced from 9.00 A.M. on Tuesday, the 26th September, 2023 & ended on 5.00 P.M. on Thursday, the 28th September, 2023. The Remote E – voting facility was blocked thereafter.
- v. The votes cast were unblocked on Friday, September 29, 2023 after the conclusion of Annual General Meeting and was witnessed by two witnesses, Mr. Jatin Rajpurohit and Ms. Krina Thakkar, who are not in the employment of the Company. They have signed below in confirmation of the same.
- 
 Jatin Rajpurohit


 Krina Thakkar
- 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 NSDL 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:

ORDINARY BUSINESS:

- (1). **ORDINARY RESOLUTION** for receiving, considering and adopting the audited financial statements of the Company on standalone and consolidated basis for the financial year ended on 31st March 2023 and the reports of the directors and auditors thereon

Voted in Favour of the Resolution

Type of Voting	Number of members voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	127	231336964	99.99%
E-voting (AGM)	0	0	0
Total	127	231336964	99.99%

Voted against of the Resolution

Type of Voting	Number of members voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	7	20376	0.01
E-voting (AGM)	0	0	0
Total	7	20376	0.01



- (2) **ORDINARY RESOLUTION** for appointing 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 voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	126	231336462	99.99
E-voting (AGM)	0	0	0
Total	126	231336462	99.99

Voted against of the Resolution

Type of Voting	Number of members voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	8	20878	0.01
E-voting (AGM)	0	0	0
Total	8	20878	0.01

SPECIAL BUSINESS:

- (3) **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 voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	127	231336467	99.99
E-voting (AGM)	0	0	0
Total	127	231336467	99.99

Voted against of the Resolution

Type of Voting	Number of members voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	7	20873	0.01
E-voting (AGM)	0	0	0
Total	7	20873	0.01

(4) ORDINARY RESOLUTION for Approval and Ratification of Related Party Transactions:

Voted in Favour of the Resolution

Type of Voting	Number of members voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	119	1105468	98.20
E-voting (AGM)	0	0	0
Total	119	1105468	98.20

Voted against of the Resolution

Type of Voting	Number of members voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	6	20373	1.80
E-voting (AGM)	0	0	0
Total	6	20373	1.80

(5) ORDINARY RESOLUTION for approving transaction(s) of personal guarantee, security, collaterals etc. by the promoter and promoter group for the loan and borrowings of the Company

Voted in Favour of the Resolution

Type of Voting	Number of members voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	115	1046506	92.95
E-voting (AGM)	0	0	0
Total	115	1046506	92.95

Voted against of the Resolution

Type of Voting	Number of members voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	10	79335	7.05%
E-voting (AGM)	0	0	0
Total	10	79335	7.05%

- ix. Revant Akshay Patel holding 6312 shares, who voted in resolution no. 4 to 5 is not counted for the purpose of calculation here, as considered related in the resolutions.

Continuation Sheet

Umesh Ved & Associates

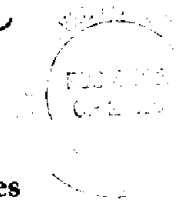
- x. All the resolutions mentioned in the AGM Notice as per details above accordingly stand passed with requisite majority.
- xi. The Electronic data relating to Remote e-voting and electronic voting conducted at the AGM is under my safe custody and all will be handed over to the Company Secretary for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

Thanking You,

Yours faithfully,

Umesh H. Ved

Umesh Ved
Umesh Ved & Associates
Company Secretaries
FCS No: 4411
CP No: 2924
UDIN: F004411E001141503



N



Mr. Manoj B. Vadodaria
Chairman
(DIN: 00092053)

Date: 30th September, 2023
Place: Ahmedabad