

REF.NO: VAS/ AGM/ 2022

September 23, 2022

The Bombay Stock Exchange Ltd.,

Phiroze Jeejeebhoy Towers,

Dalal Street,

BOMBAY -400 001.

Dear Sir,

Sub: Company No. 531574

Details of Voting Results including Scrutinizer Report for 27th AGM

Further to our letter dated September 22nd, 2022, regarding Proceeding of the 27th Annual General Meeting of the company held on September 22, 2022, and as required, we are enclosing details of Voting Results for your record please.

We are enclosing herewith Scrutinizer Report dated September 23rd, 2022, issued by Mr. Rahul Sukhwal, Practicising Chartered Accountant, giving the details on E-Voting Results duly passed by the majority for the businesses transacted at the 27th Annual General Meeting for your information and record please.

Thanking you,

Yours faithfully, For VAS INFRASTRUCTURE LTD.

Robert Sukhunt

(Rahul Sukhwal) Chartered Accountant

enc:a/a



REPORT OF SCRUTINIZER [COMBINED] [Pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 (4)(xii) of the Companies(Management and Administration) Rules, 2014]

To, Mrs. Kirti Kishore Padave The Chairperson, Vas Infrastructure Limited, Plot No. 757 and 758, Jwala Estate, Ground Floor, Near Kora Kendra, Off S. V. Road, Borivali West, Mumbai-400092, Maharashtra, India

Dear Madam,

Subject: Consolidated Scrutinizer's Report on Remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting through electronic voting system at the 27th Annual General Meeting of Vas Infrastructure Limited held on Thursday, 22nd September, 2022 at 03.00 pm. through Video Conferencing (VC) or other audio visual means (OAVM) at Deemed Venue at Plot 757/758, Jwala Estate, Pushp Vinod-2, Soni Wadi, 2nd Floor, Near Kora Kendra, Off S.V. Road, Borivali (West), Mumbai-400092, Maharashtra, India

I, Rahul Sukhwal, of RSMJ and Assocites, Practising Chartered Accountants, was appointed as the Scrutinizer by the Board of Directors of **Vas Infrastructure Limited** pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, vide Resolution dated 28th May, 2022 to scrutinize the Voting by members, e-voting process and Remote e-voting process at the Annual General Meeting held on 22nd September, 2022 at 03.00pm.

The Notice dated 28th May, 2022 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company.





The Company had availed the remote e-voting facility offered by Central Depository Services Limited (CDSL) for conducting e-voting by the Shareholders of the Company.

The Shareholders of the company holding shares as on the "cut off" date i.e, Thursday, 15th September, 2022 were entitled to vote on the Resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on Monday, 19th September, 2022, at 10.00 a.m. (IST) and ends on Wednesday, 21st September, 2022, at 5.00 p.m. (1ST) and the CDSL e-voting platform was blocked thereafter.

After the closure of the voting at the AGM, the Report on voting done through electronic voting system at the Meeting was generated in my presence and the voting was diligently scrutinized.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the voting conducted through electronic voting system at the meeting on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and the voting conducted through electronic voting system at the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

The result of the remote e-voting and voting through electronic voting system at the AGM in respect of the Resolutions at Item No. 1 to 5 of the Notice of the Annual General Meeting of the Company is as under;

Item No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial, Cash Flow Statements of the Company including the Balance Sheet as at 31st March, 2022, and the Statement of Profit and Loss Account for the year ended on that date along with the Directors' Report and Auditors' Report thereon.





(i) Voted in Favour of Resolution:

Type of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	62	6285940	99.9974%
E-Voting at AGM	5	160	0.0025%
Total	67	6286100	100%

(ii) Voted Against Resolution:

Type of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	0	0	0%
E-Voting at AGM	0	0	0%
Total	0	0	0%

(iii) Invalid Votes:

Type of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	0	0	0%
E-Voting at AGM	0	0	0%
Total	0	0	0%

Item No. 2: Ordinary Resolution

To appoint Statutory Auditors with Satyaprakash Natani and Co., CA for a period of 1 year from the conclusion of this AGM till the conclusion of the next AGM at such remuneration as may be agreed between Board of Directors and Auditors, subject to approval of Shareholders in the AGM.

(i) Voted in favour of Resolution:

Type of Voting	Number of Members	Number of votes cast	% of total number
	voted	by them	of valid votes cast
Remote E-Voting	62	6285940	99.9974 %
E-Voting at AGM	5	160	0.0025%
Total	67	6286100	100%





RSMJ AND ASSOCIATES

CHARTERED ACCOUNTANTS

(ii) Voted against Resolution:

Type of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	0	0	0%
E-Voting at AGM	0	0	0%
Total	0	0	0%

(iii) Invalid Votes:

Type of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	0	0	0%
E-Voting at AGM	0	0	0%
Total	0	0	0%

Item No. 3: Ordinary Resolution

To appoint Mr. Dhrupchand R. Varma, as Independent (Non-Executive) Director for a period of 5 years commencing from 22^{nd} September, 2022 to 21^{st} September 2027 and subject to the approval of the members at the AGM

(i) Voted in favour of Resolution:

Type of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
	(in person or by proxy)		
Remote E-Voting	62	6285940	99.9974 %
E-Voting at AGM	5	160	0.0025%
Total	67	6286100	100%

(ii) Voted against Resolution:

Type of Voting	Number of Members	Number of votes cast	% of total number
	voted	by them	of valid votes cast
	(in person or by proxy)		
Remote E-Voting	0	0	0%
E-Voting at AGM	0	0	0%
Total	0	0	0%





RSMJ AND ASSOCIATES

CHARTERED ACCOUNTANTS

(iii) Invalid Votes:

Type of Voting	Number of Members	Number of votes cast	% of total
	voted	by them	number of valid
	(in person or by proxy)		votes cast
Remote E-Voting	0	0	0%
E-Voting at AGM	0	0	0%
Total	0	0	0%

Item No. 4: Ordinary Resolution

To appoint Mrs. Kirti K. Padave - Executive Director, (Women) on a salary as given in the Notice dated 28.5.2022, for 3 years subject to the approval of the members in the AGM including any other approval if any

(i) Voted in favour of Resolution:

Type of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid
	(in person or by proxy)		votes cast
Remote E-Voting	62	6285940	99.9974%
E-Voting at AGM	5	160	0.0025%
Total	67	6286100	100%

(ii) Voted against Resolution:

Type of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid
Remote E-Voting	0	0	0%
E-Voting at AGM	0	0	0%
Total	0	0	0%

(iii) Invalid Votes:

Type of Voting	Number of Members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	0	0	0%
E-Voting at AGM	0	0	0%
Total	0	0	0%





RSMJ AND ASSOCIATES

CHARTERED ACCOUNTANTS

Item No. 5: Special Resolution

To pass under Special Resolution as per Section 54 A(2) (g) of the IBC Act, 2016, and other applicable provisions under IBC Act, subject to approval of the members at the AGM.

(i) Voted in favour of Resolution:

Type of Voting	Number of Members	Number of votes cast	% of total
	voted	by them	number of valid
	(in person or by proxy)		votes cast
Remote E-Voting		6285940	99.9974%
E-Voting at AGM	5	160	0.0025%
Total	67	6286100	100%

(ii) Voted against Resolution:

Type of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid
Remote E-Voting	0	0	0%
E-Voting at AGM	0	0	0%
Total	0	0	0%

(iii) Invalid Votes:

Type of Voting	Number of Members	Number of votes cast	% of total
	voted	by them	number of valid
	(in person or by proxy)		votes cast
Remote E-Voting	0	0	0%
E-Voting at AGM	0	0	0%
Total	0	0	0%





All Resolutions having secured requisite majority votes, the respective Resolutions may be considered to have been passed. The Chairman may accordingly declare the result of voting. The Register, all other papers and relevant records relating to electronic voting and e-Voting **by** members at the Annual General Meeting shall remain in my custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company.

Thanking You,



RSMJ & Associates Chartered Accountants, FRN: 118483W

Polard Sukhund

Rahul Sukhwal Partner Membership No: 175160 UDIN:

Place: Mumbai Dated on this 23rd day of September, 2022



[REMOTE E-VOTING]

[Pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 (4)(xii) of the Companies(Management and Administration) Rules, 2014]

To, Mrs. Kirti Kishore Padave The Chairperson, Vas Infrastructure Limited, Plot No. 757 and 758, Jwala Estate, Ground Floor, Near Kora Kendra, Off S. V. Road, Borivali West, Mumbai-400092, Maharashtra, India

Dear Sir/Madam,

Subject: Scrutinizer's Report on Remote e-Voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 at the 27th Annual General Meeting of Vas Infrastructure Limited held on Thursday, 22nd September, 2022 at 03.00 pm. through Video Conferencing (VC) or other audio visual means (OAVM) at Deemed Venue at Plot 757/758, Jwala Estate, Pushp Vinod-2, Soni Wadi, 2nd Floor, Near Kora Kendra, Off S.V. Road, Borivali (West), Mumbai-400092, Maharashtra, India

I, Rahul Sukhwal, was appointed as the Scrutinizer by the Board of Directors of Vas Infrastructure Limited (the Company) vide Resolution dated 28th May, 2022 to scrutinize the e-voting process in a fair and transparent manner and ascertain the requisite majority on e-voting carried out as per the Provisions of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 for the Annual General Meeting of the Equity Shareholders of the Company held on Thursday, 22nd September, 2022 at 03.00 pm. at Deemed Venue at Plot 757/758, Jwala Estate, Pushp Vinod-2, Soni Wadi, 2nd Floor, Near Kora Kendra, Off S.V. Road, Borivali (West), Mumbai-400092, Maharashtra, India on the Resolutions referred to in this Report.





The Company has availed e-voting facility offered by Central Depository Services Limited (CDSL) for conducting e-voting by the Shareholders of the Company.

The shareholders of the Company holding shares as on the "cut-off' date i.e. Thursday, 15th September, 2022 were entitled to vote on the resolutions as set out at Item numbers 1 to 5 in the Notice of the Annual General Meeting of Vas Infrastructure Limited.

The voting period for remote e-voting commenced on Monday, 19th September, 2022, at 10.00 a.m. (IST) and ends on Wednesday, 21st September, 2022, at 5.00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter. The votes cast under e-voting facility were then unlocked on 22nd September, 2022in the presence of two witnesses who were not in the employment of the company.

I have scrutinized the voting through e-voting electronic means based on the date downloaded from the CDSL e-voting system.

I now submit my report as under on the result of the e-voting through electronic means in respect of the said Resolutions.

Item No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial, Cash Flow Statements of the Company including the Balance Sheet as at 31st March, 2022, and the Statement of Profit and Loss Account for the year ended on that date along with the Directors' Report and Auditors' Report thereon.

	Number of Members Voted Through Remote E-Voting System	Number of Votes Cast By Them	% of Total Number of Valid Votes Cast
(i) Voted in		6285940	99.9974%
Favour of Resolution:	62		
(ii) Voted Against the Resolution	0	0	0%





Votes:	(iii) Invalid Votes:	0	0	0%
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Item No. 2: Ordinary Resolution

To appoint Statutory Auditors with Satyaprakash Natani and Co., CA for a period of 1 year from the conclusion of this AGM till the conclusion of the next AGM at such remuneration as may be agreed between Board of Directors and Auditors, subject to approval of Shareholders in the AGM.

	Number of Members Voted Through Remote E-Voting System	Number of Votes Cast By Them	% of Total Number of Valid Votes Cast
(i) Voted in Favour of Resolution:	62	6285940	99.9974%
(ii) Voted Against the Resolution	0	0	0%
(iii) Invalid Votes:	0	0	0%





Item No. 3: Ordinary Resolution

To appoint Mr. Dhrupchand R. Varma, as Independent (Non Executive) Director for a period of 5 years commencing from 22nd September, 2022 to 21st September 2027 and subject to the approval of the members at the AGM.

	Number of Members Voted Through Remote E-Voting System	Number of Votes Cast By Them	% of Total Number of Valid Votes Cast
(i) Voted in Favour of Resolution:	62	6285940	99.9974%
(ii) Voted Against the Resolution	0	0	0%
(iii) Invalid Votes:	0	0	0%

Item No. 4: Ordinary Resolution

To appoint Mrs. Kirti K. Padave - Executive Director, (Women) on a salary as given in the Notice dated 28.5.2022, for 3 years subject to the approval of the members in the AGM including any other approval if any

	Number of Members Voted Through Remote E-Voting System	Number of Votes Cast By Them	% of Total Number of Valid Votes Cast
(i) Voted in Favour of Resolution:	62	6285940	99.9974%





(ii) Voted Against the Resolution	0	0	0%
(iii) Invalid Votes:	0	0	0%

Item No. 5: Special Resolution

To pass under Special Resolution as per Section 54 A(2) (g) of the IBC Act, 2016, and other applicable provisions under IBC Act, subject to approval of the members at the AGM.

	Number of Members Voted Through Remote E-Voting System	Number of Votes Cast By Them	% of Total Number of Valid Votes Cast
(i) Voted in Favour of Resolution:	62	6285940	99.9974%
(ii) Voted Against the Resolution	0	0	0%
(iii) Invalid Votes:	0	0	0%





The register, all the papers and relevant records relating to electronic voting shall remain in my custody until the chairman considers, approves and signs the Minutes of the aforesaid Annual General meeting and thereafter the same will be handed over to the company.

Thanking You,



RSMJ & Associates Chartered Accountants, FRN: 118483W

Polul Sukhund

Rahul Sukhwal Partner Membership No: 175160 UDIN:

Place: Mumbai Dated on this 23rd day of September, 2022



REPORT OF SCRUTINIZER [E-VOTING BY VIDEO CONFERENCING]

[The Ministry of Corporate Affairs (MCA) has its General Circulars (including General Circular No. 21/2021 dated 14th December, 2021) issued in respect to allowing Companies to hold AGM through video conferencing or other audio-visual means, has further decided to allow the companies to organize AGM through VC or OAVM in the year 2022 on or before 31st December, 2022]

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To, Mrs. Kirti Kishore Padave The Chairperson, Vas Infrastructure Limited, Plot No. 757 and 758, Jwala Estate, Ground Floor, Near Kora Kendra, Off S. V. Road, Borivali West, Mumbai-400092, Maharashtra, India

Dear Madam,

Subject: Scrutinizer's Report on Voting through e-voting via video conferencing (VC) facility or other audio visual means (OAVM) conducted pursuant to the provision of Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014

I, Rahul Sukhwal, was appointed as the Scrutinizer by the Board of Directors of Vas Infrastructure Limited (the Company) vide Resolution dated 28th May, 2022 to scrutinize the e-voting via video conferencing (VC) process in a fair and transparent manner and ascertain the requisite majority on e-voting via video conferencing (VC) carried out as per the Provisions of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 for the Annual General Meeting of the Equity Shareholders of the Company held on Thursday, 22nd September, 2022 at 03.00 pm. at Deemed Venue at Plot 757/758, Jwala Estate, Pushp Vinod-2, Soni Wadi, 2nd Floor, Near Kora Kendra, Off S.V. Road, Borivali (West), Mumbai-400092, Maharashtra, India on the Resolutions referred to in this Report.





The shareholders of the Company holding shares as on the "cut-off' date i.e. Thursday, 15th September, 2022 were entitled to vote on the resolutions as set out at Item numbers 1 to 5 in the Notice of the Annual General Meeting of Vas Infrastructure Limited.

The voting period for remote e-voting commenced on Monday, 19th September, 2022, at 10.00 a.m. (IST) and ends on Wednesday, 21st September, 2022, at 5.00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter. The votes cast under e-voting facility were then unlocked on 22nd September, 2022in the presence of two witnesses who were not in the employment of the company.

I have scrutinized the voting through e-voting via video conferencing (VC) facility or other audio visual means (OAVM) and submit my report as under on the result of voting through electronic means in respect of said resolution.

Item No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial, Cash Flow Statements of the Company including the Balance Sheet as at 31st March, 2022, and the Statement of Profit and Loss Account for the year ended on that date along with the Directors' Report and Auditors' Report thereon.

	Number of Members Voted Through E-Voting via video Conferencing	Number of Votes Cast By Them	% of Total Number of Valid Votes Cast
(iv)Voted in Favour of Resolution:	5	160	0.0025%
(v) Voted Against the Resolution	0	0	0%
(vi)Invalid Votes:	0	0	0%





Item No. 2: Ordinary Resolution

To appoint Statutory Auditors with Satyaprakash Natani and Co., CA for a period of 1 year from the conclusion of this AGM till the conclusion of the next AGM at such remuneration as may be agreed between Board of Directors and Auditors, subject to approval of Shareholders in the AGM.

	Number of Members Voted Through E-Voting via video Conferencing	Number of Votes Cast By Them	% of Total Number of Valid Votes Cast
(iv) Voted in Favour of Resolution:	5	160	0.0025%
(v) Voted Against the Resolution	0	0	0%
(vi) Invalid Votes:	0	0	0%

Item No. 3: Ordinary Resolution

To appoint Mr. Dhrupchand R. Varma, as Independent (Non Executive) Director for a period of 5 years commencing from 22nd September, 2022 to 21st September 2027 and subject to the approval of the members at the AGM.

	Number of Members	Number of	% of Total
	Voted Through	Votes Cast By	Number of Valid
	E-Voting via video	Them	Votes Cast
(iv) Voted in Favour of	5	160	0.0025%
Resolution:			





(v) Voted Against the Resolution	0	0	0%
(vi)Invalid Votes:	0	0	0%

Item No. 4: Ordinary Resolution

To appoint Mrs. Kirti K. Padave - Executive Director, (Women) on a salary as given in the Notice dated 28.5.2022, for 3 years subject to the approval of the members in the AGM including any other approval if any

	Number of Members Voted Through E-Voting via video Conferencing	Number of Votes Cast By Them	% of Total Number of Valid Votes Cast
(iv) Voted in Favour of Resolution:	5	160	0.0025%
(v) Voted Against the Resolution	0	0	0%
(vi)Invalid Votes:	0	0	0%

Item No. 5: Special Resolution

To pass under Special Resolution as per Section 54 A(2) (g) of the IBC Act, 2016, and other applicable provisions under IBC Act, subject to approval of the members at the AGM.

Num	ber of Members	Number of	% of Total
V	oted Through	Votes Cast By	Number of Valid
E-V	oting via video	Them	Votes Cast
(Conferencing		





(iv) Voted in Favour of Resolution:	5	160	0.0025%
(v) Voted Against the Resolution	0	0	0%
(vi)Invalid Votes:	0	0	0%

The register, all the papers and relevant records relating to electronic voting shall remain in my custody until the chairman considers, approves and signs the Minutes of the aforesaid Annual General meeting and thereafter the same will be handed over to the company.

Thanking You,



RSMJ & Associates Chartered Accountants, FRN: 118483W

Polul Sukhund

Rahul Sukhwal Partner Membership No: 175160 UDIN:

Place: Mumbai Dated on this 23rd day of September, 2022