

10<sup>th</sup> December, 2025

To,

**National Stock Exchange**

Exchange Plaza,

Plot No. C/1, G Block,

Bandra (E), Mumbai-400051

**(NSE Scrip Code: SPMLINFRA)**

**BSE Limited**

Phiroze Jeejeebhoy Towers

Dalal Street,

Mumbai-400001

**(BSE Scrip Code: 500402)**

**Sub: Submission of E-voting results under regulation 44 of SEBI (LODR) Regulations, 2015 and Scrutinizer's Report**

Dear Sirs,

In terms of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 and Rule 20 of the Companies (Management and Administration) Rules, 2014, we are submitting herewith the e-voting results w.r.t. the Resolutions passed in the Extra Ordinary General Meeting of the Company held on 10<sup>th</sup> December, 2025 at 12:30 pm through video conferencing along with the Report of the Scrutinizer Mr. Tumul Maheshwari, Practising Company Secretary, who was appointed as the Scrutinizer by the Board of Directors to supervise the e-voting in a fair and transparent manner.

You are requested to take the above on record.

Thanking you,

Yours truly,

**For SPML Infra Limited**

Swati  
Agarwal

Digitally signed by  
Swati Agarwal  
Date: 2025.12.10  
18:12:31 +05'30'

**Swati Agarwal**

Company Secretary

Enc.: a/a

**Voting Results for Extra Ordinary General Meeting held on 10.12.2025**

1	Date of the Annual General Meeting	Wednesday, 10 <sup>th</sup> Day of December, 2025
2	Total Number of Shareholders as on Cut-off Date for ascertaining the list of the Shareholders for reckoning the Voting Result	20,576 Equity Shareholders holding 7,54,56,899 Equity Share (as on Wednesday, 03 <sup>rd</sup> December, 2025)
3	No. of Shareholders present in the meeting either in person or through proxy:	Not Applicable
4	No. of Shareholders attended the meeting through Video Conferencing	
	Promoters and Promoter Group:	6
	Public:	38

Agenda wise details of the Voting Result are as under:

**ITEM NO. 1:** To approve the issuance of 11,44,436 equity shares to National Asset Reconstruction Company Limited by conversion of existing Loan on preferential basis

Resolution required: (Ordinary/ Special)		Special						
Whether promoter/ promoter group are interested in the agenda / resolution?		NO						
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	28,945,957	2,43,11,166	83.9881	2,43,11,166	-	100.0000	-
Public-Institution s	E-Voting	11103625	56886	0.5123	56886	-	100.0000	-
Public- Non-Institutions	E-Voting	35407317	4169435	11.7756	4169357	78	99.9981	0.0019
Total		75456899	28537587	37.8197	28537509	78	99.9997	0.0003

**ITEM NO. 2:** Payment of additional remuneration to Mr. Tharuvai Venugopal Rangaswami (DIN: 01957380), Nominee Director in addition to Sitting fee.

Resolution required: (Ordinary/ Special)		Special						
Whether promoter/ promoter group are interested in the agenda / resolution?		NO						
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	28,945,957	2,43,11,166	83.9881	2,43,11,166	-	100.0000	-
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Total		75456899	28537587	37.8197	28537509	78	99.9997	0.0003

Yours truly

**For SPML Infra Limited**

Swati  
Agarwal

Digitally signed by  
Swati Agarwal  
Date: 2025.12.10  
18:13:19 +05'30'

**Swati Agarwal**  
Company Secretary

**SPML INFRA LIMITED**

CIN : L40106WB1981PLC276372

Regd. Office : 22, Camac Street, Block-A, 3rd Floor, Kolkata 700 016

Ph : +91 33 4009 1200 / 1247

E-mail : info@spml.co.in | Website : www.spml.co.in



## MT & Co.

Company Secretaries

35/2, Street No. 6, Friends Colony Industrial Area, Shahdara, Delhi-110095

Phone No.22582283, Mobile No.9899697320

Email: tumul11@gmail.com

### CONSOLIDATED SCRUTINIZER'S REPORT FOR VOTING THROUGH ELECTRONIC MEANS

To,  
The Chairman,  
SPML Infra Limited,  
22, Camac Street, Block-A,  
3<sup>rd</sup> Floor, Kolkata  
West Bengal-700016

Ref: Extra Ordinary General Meeting of the Equity Shareholders of SPML Infra Limited held on 10<sup>th</sup> December 2025 at 22, Camac Street, Block-A, 3<sup>rd</sup> Floor, Kolkata, West Bengal-700016 through Video Conferencing/OAVM

Dear Sir,

I, Tumul Maheshwari, Practicing Company Secretary having office at 35/2, Street No. 6, Friends Colony Industrial Area, Shahdara, Delhi-110095 have been appointed as Scrutinizer Pursuant to the Resolution passed by the Board of SPML Infra Limited (hereinafter referred to as the "Company") on 17<sup>th</sup> November 2025, for the purpose of scrutinizing the e-voting process taken pursuant to section 108 of the Companies Act, 2013 and rule 20(3) of the Companies (Management and Administration) Rules, 2014. I, also state that I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

M/s. Maheshwari Datamatics Private Limited is the Registrar and Share Transfer Agent (RTA) of the Company and M/s. National Securities Depository Limited (NSDL) is the Service Provider for providing the facility of electronic voting to the shareholders of the Company.

The Service Provider, had provided a system for recording the votes of the shareholders electronically on all the items of the business sought to be transacted in the Extra Ordinary General Meeting (EGM) of the Company, which was held on 10<sup>th</sup> December, 2025. The Service Provider accordingly had set up e-Voting facility on their website, <https://evoting.nsdl.com>. The Company had uploaded all the items of the business to be transacted on the website of the Company and also its Service Provider to facilitate their shareholders to cast their vote through e-Voting.

The Company has sent the Notice of the EGM to 19653 Shareholders (out of total 20576) on 18<sup>th</sup> November 2025 as per the details available with the RTA/Service Provider through e-mail. The notices which were sent contained the detailed procedure to be followed by the



shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Cut-off date (record date) for the purposes of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders was 3<sup>rd</sup> December, 2025. As prescribed in the Rules, the Company also released an advertisement, which was published in the English and Bengali language newspaper viz. Business Standard (English) and Arthik Lipi (Bengali), carrying the required information as specified in the rules. As prescribed in the aforesaid Rules, the e-Voting facility was kept open from Sunday, the 7<sup>th</sup> December, 2025 at 09:00 A.M and ends on Tuesday, 9<sup>th</sup> December, 2025 at 05:00 P.M. At the end of the voting period on 9<sup>th</sup> December, 2025 the portal of the Service Provider was blocked forthwith. On Wednesday, the 10<sup>th</sup> December, 2025 after the end of the EGM and the additional time allowed (15 minutes) for e-voting, the votes cast through e-Voting facility was duly unblocked by me as a Scrutinizer in the presence of two witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20.

The management of the Company is responsible to ensure that compliance, with the requirement of the Companies Act, 2013 and rules made thereunder, relating to voting through electronic means. My responsibility as a scrutinizer for the remote e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution and "invalid" and "abstained" votes, based on the reports generated from remote e-voting process system provided by National Securities Depository Limited.

As a Scrutinizer the report of the e-Voting carried out by the shareholders was duly compiled, the details of which are as follows:

There were 103 shareholders holding 2,85,37,487 equity shares of the Company, who have participated in the voting process for the EGM through Remote e-Voting and 1 shareholder holding 100 shares had cast his vote electronically (venue) during the EGM.

The result of e-voting is as under-

**Resolution 1**

To approve the issuance of 11,44,436 equity shares to National Asset Reconstruction Company Limited by conversion of existing Loan on preferential basis (**Special Resolution**).

i. **Voted in favour** of the resolution:

Number of members voted in Remote E-voting	Number of votes cast in Remote E-voting	Number of members voted in E-voting in EGM	Number of votes cast in E-voting in EGM	Total votes	%
66	28537409	1	100	28537509	100

ii. **Voted against** the resolution:

Number of members voted in Remote E-voting	Number of votes cast in Remote E-voting	Number of members voted in E-voting in EGM	Number of votes cast in E-voting in EGM	Total Votes	%



37	78	0	0	78	0*
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\*negligible percentage

iii. **Invalid votes:**

Number of members voted in Remote E-voting	Number of votes cast in Remote E-voting	Number of members voted in E-voting in EGM	Number of votes cast in E-voting in EGM	Total Votes	%
0	0	0	0	0	0

**Result**

The Resolution was passed with requisite majority.

**Resolution 2**

Payment of additional remuneration to Mr. Tharuvai Venugopal Rangaswami (DIN: 01957380), Nominee Director in addition to Sitting fee (**Special Resolution**).

i. **Voted in favour of the resolution:**

Number of members voted in Remote E-voting	Number of votes cast in Remote E-voting	Number of members voted in E-voting in EGM	Number of votes cast in E-voting in EGM	Total Votes	%
66	28537409	1	100	28537509	100

ii. **Voted against the resolution:**

Number of members voted in Remote E-voting	Number of votes cast in Remote E-voting	Number of members voted in E-voting in EGM	Number of votes cast in E-voting in EGM	Total votes	%
37	78	0	0	78	0*

\*negligible percentage

iii. **Invalid votes:**

Number of members voted in Remote E-voting	Number of votes cast in Remote E-voting	Number of members voted in E-voting in EGM	Number of votes cast in E-voting in EGM	Total Votes	%
0	0	0	0	0	0

**Result**

The Resolution was passed with requisite majority.

Results of the above poll may be declared by the Chairman/Authorized person of the meeting accordingly.

I, hereby confirm that the relevant records pertaining to the e-voting conducted for the EGM were handed over to the Chairman/Authorized Signatory of the Company for safe-keeping.



### Restrictions on use

The report has been issued at the request of the Company for, (i) submission to the Stock Exchanges, (ii) to be placed on the website of the Company and (iii) website of the NSDL/RTA. This report is not to be used for any other purpose or to be distributed to any other party. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior permission.

Thanking you,

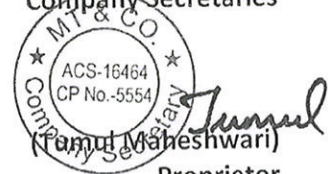
Yours faithfully,

Date: 10/12/2025

Place: Delhi

UDIN No. A016464G002306246

For MT & Co.  
Company Secretaries



Proprietor

C.P. No.5554

PR-1749/2022

### WITNESS 1

Name: PAYAL MAHESHWARI

Sign: Payal

### WITNESS 2

Name: ANMOL

Sign: Anmol

CHAIRMAN/AUTHORISED PERSON

Sandeep Agarwal

DATE: 10/12/2025

