



KAMALIA ASSOCIATES
SOLICITORS & ADVOCATES

KA/L/20-21/19

24.09.2020

To,
The Chairman,
Unishire Urban Infra Limited,
13/1A, Government Place (East),
Top Floor, Kolkata – 700 069.

Dear Sir,

Sub: Scrutinizer's Report of the 29th Annual General Meeting of the Company on remote e-voting and e-voting at AGM.

The Board of Directors of the Unishire Urban Infra Limited (the “Company”) in their meeting held on 4th August, 2020 appointed us as the Scrutinizer for the purpose of receiving, processing and scrutinizing the e-voting and to ascertaining the requisite majority on voting made. The said voting is carried out under the provisions of Section 108 and 110 of the Companies Act, 2013 (the “Act”) to be read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the “Rules”) and any other Rules or Laws as may be applicable (including any modifications & re-enactment thereof for the time being in force).

The voting are for the resolutions contained in the Notice of the 29th Annual General Meeting of the members of the Company (the “AGM”), held on Thursday, 24th September, 2020 at 11.00 A.M.

through Video Conferencing (VC) / Other Audio Visual Means (OAVM). The same is in accordance to the circulars issued by the Ministry of Corporate Affairs being General Circular Nos. 14/2020; 17/2020 and 20/2020 dated April 8, 2020, April 13, 2020 and May 5, 2020, respectively.

As required under the said Act read with Rules and General Circular issued by the Ministry of Corporate Affairs, a Notice dated 24th August, 2020 along with explanatory statement was sent in electronic mode to those Members whose e-mail address(es) are registered with the Company or the Depository Participant(s) and no physical copies were dispatched to the Members. The Notice has been sent to the members, whose names appear in the Register of Members as on 17th September, 2020. The Company provided the e- voting facility offered by the CDSL eVoting System.

Pursuant to the applicable provisions of the Acts and Rules, the Management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting on the resolutions contained in the Notice.

Our responsibility being as a Scrutinizer for the voting process is restricted to prepare a Scrutinizer's Report of the votes cast in “*favor*” or “*against*” and “*invalid*” votes, if any, based on the reports generated from the CDSL eVoting System i.e. www.evotingindia.com which is based on the information furnished to the CDSL eVoting System by the concerned authority engaged by the Company and e-voting at AGM.

The remote e-voting period commences at 09:00 HRS on 21st September, 2020 and ends at 17.00 HRS on the 23rd September, 2020. The CDSL eVoting System has been used for the same which was blocked thereafter and the e-votes cast under e-voting facility were unblocked on 24th September, 2020 in the presence of two witnesses namely Mr. Naveen Agarwal and Mr. Raj Kumar Dhar who were not in employment of the Company.

Based on the report of remote e-voting generated from the CDSL eVoting System and e - voting at AGM, we put forward the outcome of voting as under -

Item No. 1
ORDINARY RESOLUTION

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31st, 2020 and the Report of the Board of Directors and the Auditors.

Votes cast in favor of the Resolution

| Mode of Voting | Number | Vote | Percentage |
|-------------------|--------|---------|------------|
| Remote E- Voting | 21 | 9502067 | 100 |
| E - Voting at AGM | 0 | 0 | 0 |
| Total | 21 | 9502067 | 100 |

Votes cast against the Resolution

| Mode of Voting | Number | Vote | Percentage |
|-------------------|--------|------|------------|
| Remote E- Voting | 0 | 0 | 0 |
| E - Voting at AGM | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

Invalid Votes

| Mode of Voting | Number | Vote | Percentage |
|-------------------|--------|------|------------|
| Remote E- Voting | 0 | 0 | 0 |
| E - Voting at AGM | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

Item No. 2
ORDINARY RESOLUTION

To appoint a Director in place of Mr. Vinay K Mehtra (DIN No: 03586852) who retires by rotation and being eligible, offers himself for re-appointment.

Votes cast in favor of the Resolution

| Mode of Voting | Number | Vote | Percentage |
|-------------------|--------|---------|------------|
| Remote E- Voting | 21 | 9502067 | 100 |
| E - Voting at AGM | 0 | 0 | 0 |
| Total | 21 | 9502067 | 100 |

Votes cast against the Resolution

| Mode of Voting | Number | Vote | Percentage |
|-------------------|--------|------|------------|
| Remote E- Voting | 0 | 0 | 0 |
| E - Voting at AGM | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

Invalid Votes

| Mode of Voting | Number | Vote | Percentage |
|-------------------|--------|------|------------|
| Remote E- Voting | 0 | 0 | 0 |
| E - Voting at AGM | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

Item No. 3
ORDINARY RESOLUTION

To appoint Auditors and to fix their remuneration.

Votes cast in favor of the Resolution

| Mode of Voting | Number | Vote | Percentage |
|-------------------|--------|---------|------------|
| Remote E- Voting | 21 | 9502067 | 100 |
| E - Voting at AGM | 0 | 0 | 0 |
| Total | 21 | 9502067 | 100 |

Votes cast against the Resolution

| Mode of Voting | Number | Vote | Percentage |
|-------------------|--------|------|------------|
| Remote E- Voting | 0 | 0 | 0 |
| E - Voting at AGM | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

Invalid Votes

| Mode of Voting | Number | Vote | Percentage |
|-------------------|--------|------|------------|
| Remote E- Voting | 0 | 0 | 0 |
| E - Voting at AGM | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

Item No. 4
ORDINARY RESOLUTION

Appointment of Mr. Akshay Kumar Jain (DIN: 08107242), as the Managing Director of the Company.

Votes cast in favor of the Resolution

| Mode of Voting | Number | Vote | Percentage |
|-------------------|--------|---------|------------|
| Remote E- Voting | 21 | 9502067 | 100 |
| E - Voting at AGM | 0 | 0 | 0 |
| Total | 21 | 9502067 | 100 |

Votes cast against the Resolution

| Mode of Voting | Number | Vote | Percentage |
|-------------------|--------|------|------------|
| Remote E- Voting | 0 | 0 | 0 |
| E - Voting at AGM | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

Invalid Votes

| Mode of Voting | Number | Vote | Percentage |
|-------------------|--------|------|------------|
| Remote E- Voting | 0 | 0 | 0 |
| E - Voting at AGM | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

Item No. 5
SPECIAL RESOLUTION

Resignation of Mr. Pratik Kirti Mehta (Din : 01386506) from the post of Managing Director of the Company.

Votes cast in favor of the Resolution

| Mode of Voting | Number | Vote | Percentage |
|-------------------|--------|---------|------------|
| Remote E- Voting | 21 | 9502067 | 100 |
| E - Voting at AGM | 0 | 0 | 0 |
| Total | 21 | 9502067 | 100 |

Votes cast against the Resolution

| Mode of Voting | Number | Vote | Percentage |
|-------------------|--------|------|------------|
| Remote E- Voting | 0 | 0 | 0 |
| E - Voting at AGM | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

Invalid Votes

| Mode of Voting | Number | Vote | Percentage |
|-------------------|--------|------|------------|
| Remote E- Voting | 0 | 0 | 0 |
| E - Voting at AGM | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

Henceforth, all the Resolutions stands passed under voting with the requisite majority as required.

We further confirm that the we have maintained the electronic voting data in respect of remote e-voting and e-voting at AGM. All the electronic data maintained by us are under our safe custody and will be handed over to the Company after the receipt of confirmation of the signing of the minutes by the Chairman.

Thanks & regards,

For and on behalf of
Kamalia Associates

Udit Agarwal
Advocate