



SIFL\SECT\KS\18-19\269  
March 22, 2019

The Secretary

**BSE Limited**

Phiroze Jeejeebhoy Towers

Dalal Street, Mumbai - 400 001

Fax: 022-2272 2037/2039/2041/3121

**BSE Scrip Code: 523756**

**National Stock Exchange of India Limited**

Exchange Plaza, 5th Floor, Plot no. C/1, G Block

Bandra-Kurla Complex, Bandra (E),

Mumbai - 400 051

Fax: 022-2659 8237/38; 2659 8347/48

**NSE Symbol: SREINFRA**

Dear Sir,

**Sub: Result of Postal Ballot and E-voting**

In continuation of our letter dated 19th February, 2019, submitting the Postal Ballot Notice under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the following-

- (1) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (2) Report of Scrutinizer dated 22nd March, 2019.

Based on the Scrutinizer's Report, we wish to inform you that the special resolution mentioned in the said Postal Ballot Notice has been passed by the Members of the Company with requisite majority on 21st March, 2019, which was the last date of receipt of postal ballot forms and E-voting.

The result along with Scrutinizer's report is available on the Company's website [www.srei.com](http://www.srei.com).

You are requested to kindly take the above documents on record.

Thanking you.

Yours faithfully,

For Srei Infrastructure Finance Limited

  
**Sandeep Lakhota**  
Company Secretary  
FCS 7671



Encl: as above

**Srei Infrastructure Finance Limited**

CIN: L29219WB1985PLC055352

Registered Office : 'Vishwakarma' 86C, Topsia Road (South), Kolkata - 700 046

Tel.: +91 33 22850112-15, 61607734 Fax: +91 33 2285 8501/7542

Email: [corporate@srei.com](mailto:corporate@srei.com) Website: [www.srei.com](http://www.srei.com)



Details of Postal Ballot Voting Results	
<b>Date of AGM / EGM:</b>	Not Applicable (Resolution passed through Postal Ballot on March 21, 2019)
<b>Total number of Shareholders on record date:</b> (i.e. February 8, 2019 – cut-off date for voting purpose)	75,604
<b>No. of Shareholders attended the meeting either in person or through proxy</b>  Promoters and Promoter Group: Public:	Not Applicable (Resolution passed through Postal Ballot)
<b>No. of Shareholders attended the meeting through Video Conferencing</b>  Promoters and Promoter Group: Public :	Not Applicable (Resolution passed through Postal Ballot)

#### Agenda-wise disclosure

Resolution No.		1						
Resolution required: (Ordinary/Special)		Special Resolution - Continuation of Directorship of Mr. Srinivasachari Rajagopal (DIN:00022609) as a Non Executive & Independent Director for his present term expiring on 1st August, 2019 notwithstanding that he has attained the age of 75 (seventy five) years						
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		30,58,68,559	100.0000	30,58,68,559	-	100.0000	-
	Poll	30,58,68,559	NA	NA	NA	NA	NA	NA
	Postal Ballot		-	-	-	-	-	-
	Total	30,58,68,559	30,58,68,559	100.0000	30,58,68,559	-	100.0000	-
Public-Institutions	E-Voting		6,66,16,999	88.0750	5,40,44,494	1,25,72,505	81.1272	18.8728
	Poll	7,56,36,654	NA	NA	NA	NA	NA	NA
	Postal Ballot		-	-	-	-	-	-
	Total	7,56,36,654	6,66,16,999	88.0750	5,40,44,494	1,25,72,505	81.1272	18.8728

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<b>Public-Non Institutions</b>	<b>E-Voting</b>		31,14,324	2.5615	30,79,467	34,857	98.8808	1.1192
	<b>Poll</b>	12,15,81,120	NA	NA	NA	NA	NA	NA
	<b>Postal Ballot</b>		76,875	0.0632	70,246	6,629	91.3769	8.6231
	<b>Total</b>	<b>12,15,81,120</b>	<b>31,91,199</b>	<b>2.6247</b>	<b>31,49,713</b>	<b>41,486</b>	<b>98.7000</b>	<b>1.3000</b>
<b>Total</b>		<b>50,30,86,333</b>	<b>37,56,76,757</b>	<b>74.6744</b>	<b>36,30,62,766</b>	<b>1,26,13,991</b>	<b>96.6423</b>	<b>3.3577</b>

Note: The aforesaid special resolution was passed with requisite majority on Thursday, March 21, 2019.



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**SCRUTINIZER'S REPORT**

**[Pursuant to Section 108 & 110 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014]**

To,  
The Chairman  
Srei Infrastructure Finance Limited  
'Vishwakarma'  
86C Topsia Road (South)  
Kolkata – 700 046

Dear Sir,

1. I, Mohan Ram Goenka, a Company Secretary in Practice (FCS No. 4515, CP No. 2551), Partner of MR & Associates, was duly appointed as a Scrutinizer by the Board of Directors of Srei Infrastructure Finance Limited (the Company) for the purpose of Scrutinizing the Postal Ballot process under the provisions of Section 108 & 110 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The Management of the Company is responsible to ensure the Compliance of the requirements of the Companies Act, 2013 and Rules relating to Postal Ballot by the shareholders on the resolution proposed in the Notice of the Postal Ballot. My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolution proposed in the Notice of the Postal Ballot.
3. The Members holding equity shares as on the "cut-off date" i.e. February 08, 2019 were entitled to vote on the resolution proposed in the Notice of Postal Ballot.
4. In terms of the aforesaid Notice dated February 04, 2019, dispatched to the Shareholders by prescribed modes on February 19, 2019 and the 'Advertisement' published pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 on February 20, 2019, the voting period commenced on February 20, 2019 (9.00 a.m. IST) and ended on March 21, 2019 (5.00 p.m. IST) for voting through physical postal ballot forms as well as for e-voting. The e-voting facility was provided by Karvy Fintech Private Limited (Karvy). The votes were unblocked at around 11:14 A.M. on March 22, 2019 in the presence of 2 (two) witnesses, neither of whom are in

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46, B. B. Ganguly Street, 4th Floor  
R. No.: 6, Kolkata 700012,  
E Mail: goenkamohan@hotmail.com  
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Mobile No.9831074332  
Phone No .2237 9517

the employment of the Company, and e-voting summary statement was downloaded from the e-voting website of Karvy (<https://www.evoting.karvy.com>).

5. At the end of the e-voting period on March 21, 2019 (5.00 p.m. IST), the voting portal of Karvy was blocked forthwith.
6. The ballot papers received were scrutinized and reconciled with the records maintained by the Company / Registrar and Transfer Agents and the authorizations / power of attorney etc. lodged thereof. The votes were also scrutinized for the purpose of eliminating duplicate voting and the votes, if any, cast by a member(s) both through Postal Ballot Form and e-voting having been identified and votes cast through e-voting only were considered valid. Invalid ballots were marked and segregated and the summary results were prepared. For processing Postal Ballots, necessary technical support was provided by Karvy, the Registrar and Transfer Agents of the Company.
7. My report on the results of the voting is based on the data downloaded from Karvy Fintech Private Limited and the votes cast through physical ballot forms received respectively in respect of the resolutions contained in the Notice of the Postal Ballot as processed and provided by Karvy / Company.
8. I submit herewith my report on the results of e-voting and voting through physical postal ballot form as under:

**Special Resolution:**

**Continuation of Directorship of Mr. Srinivasachari Rajagopal (DIN:00022609) as a Non Executive & Independent Director for his present term expiring on 1st August, 2019 notwithstanding that he has attained the age of 75 (seventy five) years**

Particulars	No. of votes contained in						Percentage (%)
	E-Voting		Postal Ballot		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	109	362992520	286	70246	395	363062766	96.64
Dissent	48	12607362	19	6629	67	12613991	3.36
<b>Total</b>	<b>154*</b>	<b>375599882</b>	<b>305</b>	<b>76875</b>	<b>459*</b>	<b>375676757</b>	<b>100.00</b>
Invalid	0	0	26	8948	-	-	-
Abstain	4	18773755	0	0	-	-	-

\*Total votes through E-voting includes cases where the shareholders have divided the valid votes into Assent and Dissent.

9. Based on the foregoing, I hereby certify that the Special Resolution as contained in the Postal Ballot Notice dated February 4, 2019 has been passed with requisite majority.

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**goenkamohan@gmail.com**



**Mobile No.9831074332**  
**Phone No .2237 9517**

# *MR & Associates*

Company Secretaries

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10. Register of Postal Ballot and all other relevant records of voting process given/provided/maintained in electronic mode and the postal ballot (physical) will remain in our custody until the Chairman considers, approved and signs the minutes of the Postal Ballot and the same shall be handed over thereafter to the Chairman or Company Secretary for preserving safely.

Thanking You,

For MR & Associates



Mohan Ram Goenka  
Practicing Company Secretary  
Partner  
C.P. No: 2551



March 22, 2019, Kolkata

Countersigned by  
For Srei Infrastructure Finance Limited



Shyamalendu Chatterjee  
Non Executive & Independent Director  
DIN: 00048249

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