



Ref No.: NIL/BSE/49/2023-24

Date: 22nd December, 2023

To,

**The Manager
BSE Limited,
Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001**

BSE SECURITY CODE: 531959

Subject: Disclosure of Voting Results and Consolidated Scrutinizer's Report of the 01st Extra-Ordinary General Meeting for the Financial Year 2023-24 of the Company Held on Thursday, 21st day of December 2023 through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Dear Sir/Madam,

Pursuant to Regulations 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the details of Voting Results and Consolidated Scrutinizer's Report of the 01st Extra-Ordinary General Meeting for the Financial Year 2023-24 of the Company Held on Thursday, 21st day of December 2023 through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Therefore, we wish to submit that all the resolutions as set out in the Notice of the EGM were approved by the members of the company with requisite majority.

You are requested to kindly take the same on record and oblige.

Thanking You,

**For and on behalf of
Newtime Infrastructure Limited**

ANNU
Digitally signed
by ANNU
Date: 2023.12.22
15:34:45 +05'30'

**Annu
(Company Secretary
& Compliance Officer)**

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 (hereinafter "the Act") read with Rule 20 of The Companies (Management and Administration) Rules, 2014 (hereinafter "the Rules") and pursuant to Ministry of Corporate Affairs General Circular Nos. 10/2022 dated December 28, 2022, 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021 and Circular No. 20/2021 dated December 08, 2021 and other Circulars as issued from time to time (the "MCA Circulars") and Secretarial Standard – 2 issued by the Institute of Company Secretaries of India]

To,
The Chairman,

01st Extra Ordinary General Meeting (hereinafter "EGM") for the FY 2023-24 of the members of Newtime Infrastructure Limited (hereinafter "the Company") held on Thursday, December 21, 2023 at 12:00 P.M. through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM").

Sub: Consolidated Scrutinizer's Report on Voting through electronic means, from a place other than the venue of meeting (hereinafter "Remote E-voting") conducted pursuant to provisions of Section 108 of the Act read with the Rules and the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter "Listing Regulations, 2015") as amended from time to time and MCA Circulars and SEBI Circular and Voting through E-voting system (hereinafter "Venue Voting") at the EGM of the members of the Company.

Dear Sir,

I, **Sachin Khurana**, Designated Partner, AASK & Associates LLP, Company Secretaries, having office situated at B-9, First Floor, Back Side, Nishant Park, Kakrola, Delhi - 110078 have been appointed as Scrutinizer by the Board of Directors of the Company to scrutinize the process of Remote E-voting and Venue Voting at EGM through Remote E-Voting in respect of the items/resolutions set forth in the notice of EGM of the Company, dated December 21, 2023 (**hereinafter "the EGM Notice"**) issued pursuant to MCA Circulars and SEBI Circular.

AASK & ASSOCIATES LLP, Company Secretaries

LLPIN: AAD – 2934

Regd. Office: B-9, First Floor, Back Side, Nishant Park, Kakrola, Dwarka More, Delhi – 110078

Email: aaskassociatesllp@gmail.com; Contact: 9540407576, 8527768968

The said appointment as Scrutinizer is under the provisions of Section 108 of the Act read with the Rules. As the Scrutinizer, I have to scrutinize:

- (i) process of e-voting remotely, before the EGM, using an electronic voting system on the dates referred to in the Notice calling the EGM; and
- (ii) process of e-voting at the EGM (“Venue Voting”).

Management's Responsibility

The Compliance with the requirements of (i) the Act and the Rules made thereunder (ii) the MCA Circulars and SEBI Circular and (iii) the Listing Regulations, 2015 relating to e-voting on the resolutions contained in the Notice calling the EGM is the responsibility of the management of the Company. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

My responsibility as a Scrutinizer was to ensure that the e-voting process both through Remote E-voting and Venue Voting at the EGM, is conducted in a fair and transparent manner and to render you a Consolidated Scrutinizer’s Report of the total votes cast **“in favor”** or **“against”** on the resolutions, based on the reports generated through Scrutinizer's secured link as provided by **Central Depository Services (India) Limited** (hereinafter **"CDSL"**)

I hereby submit my report as under:

1. In terms of Section 108 of the Act read with Rule 20 of the Rules and the provisions of the Listing Regulations, 2015, as amended, the Company has engaged CDSL, being the authorized agency engaged by the Company to provide Remote E-voting facility and Venue Voting at the EGM, on all resolutions set forth in the EGM Notice.
2. The Company published advertisement pursuant to the MCA Circulars and SEBI Circular in ‘Financial Express’ an English Newspaper and ‘Jansatta’ a Hindi Newspaper on November 26, 2023 regarding completion of dispatch of the notice of the Extra Ordinary General Meeting (EGM) of Newtime Infrastructure Limited ("the Company") scheduled to be held on Thursday, December 21, 2023 at 12:00 P.M. Further, the Company has also published advertisement for corrigendum to the notice of EGM in ‘Financial Express’ an English Newspaper and ‘Jansatta’ a Hindi Newspaper on December 20, 2023.
3. Thereafter, the Company has sent Notices on December 20, 2023 only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants pursuant to the aforementioned MCA Circulars and SEBI Circular and the same were also displayed on the website of the Company.

4. The members of the Company whose names were recorded in the Register of Members or in the Register of beneficial owners maintained by the depositories (in case of shares held in dematerialized form) as on the cut-off date i.e., Thursday December 14, 2023 were entitled to avail either of the Remote E-voting facility prior to EGM or Venue Voting facility at the EGM, in respect of resolutions as set out in the EGM Notice.
5. In terms of the EGM Notice, Remote E-voting commenced on December 18, 2023 (9:00 A.M. IST) and ended on December 20, 2023 (5:00 P.M. IST). At the end of the Remote E-voting period, the Remote E-Voting facility was blocked by CDSL forthwith.
6. The Company provided the facility of E-Voting through Venue Voting at the EGM only to such members who had not cast their vote through Remote E-voting.
7. The E-voting facility was kept open after the conclusion of EGM for the next 15 minutes to enable the shareholders present at the Meeting to cast their vote for those who have not casted their vote during Remote E-voting.
8. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting was locked by CDSL.
9. The consolidated results of Remote E-voting and Venue Voting at the EGM are attached and marked as an **Annexure** hereto.
10. **Based on the below results, both Resolution No. 1 for increase in authorized Share Capital of the Company and alteration of Capital Clause of the Memorandum of Association of the Company and Resolution No. 2 for conversion of convertible equity warrants to certain identified non-promoter persons/entities on preferential basis, were approved with requisite majority.**
11. I will return the registers/results and all other papers relating to Remote E-voting and Venue Voting at the EGM to the Company after the Chairman of the meeting considers, approves and signs the minutes of the EGM of the Company.

For AASK & Associates LLP
Company Secretaries
SACHIN
KHURANA
CS Sachin Khurana
Designated Partner
FCS No: 10098, CP No: 13212
Place: New Delhi
Dated: December 22, 2023
UDIN: F010098E003012988

Digitally signed by
SACHIN KHURANA
Date: 2023.12.22
14:45:20 +05'30'

Countersigned by:

Chairman of the EGM of
Newtime Infrastructure Limited

RESULTS OF REMOTE E-VOTING AND VENUE VOTING AT THE EGM

SPECIAL BUSINESS (RESOLUTION NO. 1 AND 2)

Resolution No. 1: (Ordinary Resolution)	INCREASE IN AUTHORIZED SHARE CAPITAL OF THE COMPANY AND ALTERATION OF CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY
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Valid votes in favor of the Resolution		Valid votes against the Resolution		Invalid votes*
Nos.	%	Nos.	%	Nos.
124369174	100	33	0	7902810

Resolution No. 2: (Special Resolution)	CONVERSION OF CONVERTIBLE EQUITY WARRANTS TO CERTAIN IDENTIFIED NON-PROMOTER PERSONS/ENTITIES ON PREFERENTIAL BASIS
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Valid votes in favor of the Resolution		Valid votes against the Resolution		Invalid votes*
Nos.	%	Nos.	%	Nos.
124369174	100	33	0	7902810

***447810 votes are invalid on account of non-availability of valid authorization by the Corporate Shareholder and 7455000 votes are invalid on account of Corporate Shareholder having Strike-off status on the website of Ministry of Corporate Affairs, Government of India.**

General information about company

Scrip code	531959
NSE Symbol	NA
MSEI Symbol	NA
ISIN	INE997D01021
Name of the company	Newtime Infrastructure Limited
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	21-12-2023
Start time of the meeting	12:08 PM
End time of the meeting	12:20 PM

Scrutinizer Details

Name of the Scrutinizer	SACHIN KHURANA
Firms Name	AASK & ASSOCIATES LLP
Qualification	CS
Membership Number	FCS10098
Date of Board Meeting in which appointed	25-11-2023
Date of Issuance of Report to the company	22-12-2023

Voting results

Record date	14-12-2023
Total number of shareholders on record date	1189
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	2
b) Public	22
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				TO INCREASE IN AUTHORIZED SHARE CAPITAL OF COMPANY AND ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION 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	122491034	122491034	100	122491034	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	122491034	122491034	100	122491034	0	100	0
Public- Institutions	E-Voting	300000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	300000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	47554966	1878173	3.9495	1878140	33	99.9982	0.0018
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	47554966	1878173	3.9495	1878140	33	99.9982	0.0018
Total		170346000	124369207	73.0098	124369174	33	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO ISSUE OF CONVERTIBLE EQUITY WARRANTS TO CERTAIN IDENTIFIED NON-PROMOTER PERSONS/ENTITIES ON PREFERENTIAL BASIS				
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	122491034	122491034	100	122491034	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		122491034	122491034	100	122491034	0	100
Public-Institutions	E-Voting	300000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		300000	0	0	0	0	0
Public- Non Institutions	E-Voting	47554966	1878173	3.9495	1878140	33	99.9982	0.0018
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		47554966	1878173	3.9495	1878140	33	99.9982
Total		170346000	124369207	73.0098	124369174	33	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

