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MEP IDL/OUT/2021-22/390
August 23, 2021

Listing Department National Stock Exchange of India Limited Exchange Plaza, C-1 Block G, Bandra Kurla Complex, Bandra (E), Mumbai -400 051 Fax No. 022-26598238 Scrp Symbol: MEP	Corporate Relationship Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Fax No. 022-22723121/3027/2039/2061 Security Code: 539126
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Dear Sir/Madam,


Sub: **Minutes of the Postal Ballot.**

In furtherance to our letter dated August 10, 2021 w.r.t. Voting Results and Scrutinizer's Report on Postal Ballot, we hereby enclose herewith the Minutes of the proceedings of the results of Postal Ballot conducted by the Company.

You are requested to take the above information on your records and disseminate the same on your website.

Yours faithfully,

For **MEP INFRASTRUCTURE DEVELOPERS LIMITED**


KANIKA SEHGAL
COMPANY SECRETARY
M. No. A31466



Encl: As Above

mep

INFRASTRUCTURE
DEVELOPERS LTD.

HELD AT _____ ON _____ TIME _____

MINUTES OF THE PROCEEDINGS FOR DECLARATION OF RESULTS OF THE POSTAL BALLOT OF THE MEP INFRASTRUCTURE DEVELOPERS LIMITED DECLARED ON TUESDAY, 10TH AUGUST, 2021 AS SET OUT IN THE POSTAL BALLOT NOTICE DATED 9TH JULY, 2021

BACKGROUND:

At its meeting held on 9th July, 2021, the Board of Directors of the Company, accorded approval to the proposal to conduct Postal Ballot under Section 110 of the Companies Act, 2013 (the Act) read with the applicable Rules to seek consent of the Members by way of Special Resolutions for the following businesses:

The brief details related to Postal Ballot were as under:

Sr. No.	Particular's	Details
1	Date of approval of Notice of Postal Ballot	9 th July, 2021
2	Record Date/Cut-off Date	2 nd July, 2021
3	Total Number of Shareholders as on cut-off Date	21890
4	Agency/Service provider for Voting	National Securities Depository Limited
5	Name of Scrutinizer	CS Shridhar Phadke, SVP & ASSOCIATES, Practising Company Secretary (Membership No. FCS 7867 CP No. 18622)
6	Mode of Voting	Through E-voting process
7	Name of the Company Secretary	Mrs. Kanika Sehgal (M. No A31466)
8	Declaration/Announcement of Results by Chairman	Mr. Jayant D. Mhaiskar Chairman & Managing Director DIN: 00716351
9	Date of Declaration/Announcement of Results	10 th August, 2021

POSTAL BALLOT NOTICE:

In view of the current extraordinary circumstances due to COVID-19 pandemic requiring social distancing, Ministry of Corporate Affairs, Government of India (the "MCA") has issued Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, General Circular No 33/2020 dated September 28, 2020 and Circular No.39/2020 dated December 31, 2020 (Collectively referred to as "MCA Circulars"). In terms of the said MCA Circulars, the Postal Ballot Notice dated 9th July, 2021 was sent by the Company/ Service Provider only through electronic mode to those members whose e-mail addresses are registered with the Company or the Depository Participant(s) as on record date/Cut-off Date i.e. 2nd July, 2021.

DISPATCH OF NOTICE OF POSTAL BALLOT:

The Company had completed dispatch of the Notice of Postal Ballot through e-mail to the Members whose email IDs are registered with the Company / Depositories on Saturday, the 10th July, 2021.

PUBLISHING OF NEWSPAPER ADVERTISEMENT:

The Company had published an advertisement in the newspapers viz. Financial Express and Loksatta on Sunday, 11th July, 2021, informing about the dispatch of the Notice and remote e-Voting.

VOTING PERIOD:

The voting period through remote e-voting commenced on Sunday, the 11th day of July, 2021 (9.00 a.m. 1ST) and ended on Monday, the 9th day of August, 2021 (5.00 p.m. 1ST). The e-voting module was disabled by NSDL for voting beyond the said date and time. The Scrutinizer carried out the scrutiny of postal ballot of the votes polled electronically upto 5:00 p.m. IST on 9th August, 2021 and thereafter on 10th August, 2021 had submitted his report to Mr. Jayant D. Mhaiskar, Chairman & Managing Director of the Company, who was duly authorised by the Company at the Board Meeting dated 9th July, 2021 for announcement/ declaration of results. On the basis of Reports of the Scrutinizer, the following Special Resolutions were passed by the shareholders of the Company with requisite majority.

JDM

CHAIRMAN'S INITIALS

HELD AT _____

ON _____

TIME _____

RESOLUTION NO. 1 - INCREASE IN THE AUTHORISED SHARE CAPITAL OF THE COMPANY

"RESOLVED THAT pursuant to the provisions of Sections 13, 61 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder, including any statutory modification(s) thereof, the share capital of the Company be increased from Rs. 225,00,00,000/- (Rupees Two Hundred and Twenty Five Crores Only) divided into 22,50,00,000 (Twenty Two Crores and Fifty Lakhs) Equity shares of Rs. 10/- (Rupees Ten Only) each to Rs. 525,00,00,000/- (Rupees Five Hundred and Twenty Five Crores Only) divided into 52,50,00,000 (Fifty Two Crores and Fifty Lakhs) Equity shares of Rs. 10/- (Rupees Ten Only) each."

"RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution), be and is hereby authorized to do all such acts, deeds and things as may be necessary and incidental for giving effect to this Resolution including filing of all forms, documents with Registrar of Companies and for all the matters connected therewith or incidental thereto, including delegation of any of the powers herein conferred to on any Director(s), Company Secretary or any other officer of the Company."

RESOLUTION NO. 2 - ALTERATION OF THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

"RESOLVED THAT pursuant to the provisions of Sections 13, 61 and 64 of the Companies Act, 2013 the existing clause V(a) of the Memorandum of Association is substituted by the following figures and words namely:

'The Authorised Share Capital of the Company is Rs. 525,00,00,000/- (Rupees Five Hundred and Twenty Five Crores Only) divided into 52,50,00,000 (Fifty Two Crores and Fifty Lakhs) Equity shares of Rs.10/- (Rupees Ten Only) each.'

"RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution), be and is hereby authorized to do all such acts, deeds and things as may be necessary and incidental for giving effect to this Resolution including filing of all forms, documents with Registrar of Companies and for all the matters connected therewith or incidental thereto, including delegation of any of the powers herein conferred to on any Director(s), Company Secretary or any other officer of the Company."

RESOLUTION NO. 3 - REGULARISATION OF MR. UTTAM S. PAWAR (DIN: 03381300) AS A DIRECTOR OF THE COMPANY

"RESOLVED THAT pursuant to the provisions of Section 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the members is hereby accorded for appointment of Mr. Uttam S. Pawar (DIN: 03381300) who was appointed by the Board of Directors as an Additional Director of the Company w.e.f. 13th December, 2020 under Section 161 of the Companies Act, 2013, and who holds office upto the conclusion of this Annual General Meeting of the Company as Executive Director of the Company, for a period of 5 (five) years from 13th December, 2020 on the terms and conditions including remuneration as set out in the Statement annexed to the Notice, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

RESULT OF THE POSTAL BALLOT UPLOADING ON WEBSITE:

The result of the Postal Ballot is uploaded on the Website of the Company, the National Stock Exchange of India Limited and the BSE Limited.

Place: Mumbai

Date of Entry: 16/08/2021

Date of Signing: 23/08/2021



CHAIRMAN

CHAIRMAN'S INITIALS

HELD AT _____

ON _____

TIME _____

Summary of Voting Result and Scrutinizer's Report**Result of Postal Ballot through e-voting on the items as mentioned in the Postal Ballot Notice dated 9th July, 2021 declared on Tuesday, 10th August, 2021.**

Based on the analysis of the valid votes, the Scrutinizer submitted his report dated 10th August, 2021 to Mr. Jayant D. Mhaskar, Chairman & Managing Director, who announced the result of the Postal Ballot as per the Scrutinizer's Report, summarized as under:

The result of Postal Ballot through e-voting is as under:

Resolutions as given in the notice of the Postal Ballot 9 th July, 2021	Particulars of Votes cast						Results Declared
	Electronic Voting						
	% Votes cast in favour of the resolutions		% Votes cast against the resolutions		% Invalid/abstained Votes		
	No.	%	No.	%	No.	%	
Special Business							
Increase in the Authorised Share Capital of the Company	137037724	99.9938	8471	0.0062	0.00	0.00	Approved by requisite Majority
Alteration of the Capital Clause in the Memorandum of Association of the Company	137036681	99.9930	9540	0.0070	0.00	0.00	Approved by requisite Majority
Regularisation of Mr. Uttam S. Pawar (DIN: 03381300) as a Director of the Company	137020801	99.9928	9836	0.0072	0.00	0.00	Approved by requisite Majority

Accordingly, Special Resolutions, as set out in the Postal Ballot Notice dated 9th July, 2021, were duly approved through Postal Ballot by the Members of the Company with the requisite majority on 10th August, 2021. The voting result along with the Scrutinizer's Report were displayed on the website of the Company and NSDL. The result were also communicated to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.

Place: Mumbai
Date: 23/08/2021


CHAIRMAN

CHAIRMAN'S INITIALS