

August 26, 2025

The Listing Department  
National Stock Exchange of India Ltd,  
Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai- 400051.

Scrip Code: VISHNUINFR

Dear Madam / Sir,

**Sub: Voting Result under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

In continuation to our letter dated July 22, 2025, please find enclosed the following:

- a. Report of the Scrutinizer dated August 26 2025 pursuant to Sections 108 & 110 of the Companies Act, 2013 and Rules 20 & 22 of the Companies (Management and Administration), Rules, 2014; and
- b. Voting Results of Postal Ballot through remote e-voting pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The resolution set out in the Postal Ballot Notice has been approved by the members with a requisite majority and shall be deemed to have been passed on August 22, 2025 being the last date of e-voting.

The above information is being available on the website of the Company at <https://www.vishnusurya.com/>

Thank You

**For VISHNUSURYA PROJECTS AND INFRA LIMITED**

**Sanal Kumar V**  
**Whole-time Director & CEO**  
**DIN:0754682**

Regd. Office: Agni Business Centre, No. 24/46, Fourth Floor KB Dasan Road, Alwarpet, Chennai – 600 018.

Ph : +91-44-24950019, 044 47939125 Fax : +91-44-24950019 E-mail : [info@vishnusurya.com](mailto:info@vishnusurya.com)

**Branch Office:** 1) No.13/1, Manish First Street, Gandhi Nagar, Aruppukottai P.O., Virudhunagar District, Tamilnadu-626101 Ph : +91-4566-240083

2) No.12, Mosavadi Village, Vandavasi Taluk, Thiruvannamalai District, Tamilnadu - 604503 Ph : +91-4182-299977

3) No. 809, 8<sup>th</sup> Floor, Arunachal Building, 19 Barakhamba Road, New Delhi- 110 001 Ph: 01146595367

4) 35, Survey No. 9 and 10, Kariyasandiram Village, Shoolagiri Taluk, Kariyasandiram, Krishnagiri, Tamil Nadu, 635105



**Scrutinizer's Report - VISHNUSURYA PROJECTS AND INFRA LIMITED**

**[ Pursuant to sections 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]**

To,  
The Chairman  
VISHNUSURYA PROJECTS AND INFRA LIMITED  
AGNI BUSINESS CENTER, NO. 24/46, FOURTH FLOOR,  
K B DASAN ROAD, ALWARPET,  
TEYNAMPET,  
CHENNAI - 600018.

Respected Sir,

We, BP & Associates, Company Secretaries, Chennai, have been appointed as the Scrutinizer by the Board of Directors of **VISHNUSURYA PROJECTS AND INFRA LIMITED ("the Company")** through the circular resolution approved on July 22, 2025 for conducting the Postal Ballot electronic voting (e-voting) process seeking Members assent/ dissent on the resolution as specified in the Postal Ballot Notice dated 22<sup>nd</sup> July 2025 pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 respectively of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) and including any statutory modifications or re-enactments thereof for the time being in force as amended from time to time, read with the General Circular No. 09/2024 dated 19<sup>th</sup> September, 2024 (in continuation to the circulars issued earlier in this regard) issued by the Ministry of Corporate Affairs ("MCA Circulars") and the Securities and Exchange Board of India's Circular No SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05<sup>th</sup> January, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 07<sup>th</sup> October, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 03<sup>rd</sup> October, 2024 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ("SS-2") and pursuant to other applicable laws and regulations.

We hereby state that, we are familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.





1. The Management of the Company is responsible to ensure compliance with the requirements of (i) the Companies Act 2013 and the rules made thereunder and (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the Postal Ballot.
2. On Tuesday, July 22, 2025 the Company has completed the dispatch of Postal Ballot notice(s), to its Members whose name(s) appeared in the Register of Members/ List of beneficial owners received from National Securities Depository Limited/Central Depository Services (India) Limited as on the cut-off date i.e., Friday, July 18, 2025 and whose e-mail IDs were available with the Company/RTA and Depositories. The hard copy of the Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope were not sent to the Members for the Postal Ballot in accordance with the requirements specified under the MCA Circulars.
3. The e-Voting period remained open from 09:00 AM (IST) on Thursday, July 24, 2025 to 05:00 PM (IST) on Friday, August 22, 2025. During this period, the shareholders' of the Company, holding shares in dematerialized form, as on the cut-off date i.e., Friday, July 18, 2025 have casted their vote electronically were entitled to vote on the proposed 2 (Two) Ordinary Resolution as mentioned in the Postal Ballot Notice of "Vishnasurya Projects And Infra Limited" dated July 22, 2025.
4. All votes casted through remote e-voting facility up to 5.00 p.m IST on August 22, 2025, the last date and time fixed by the Company fore-voting were considered for our scrutiny.
5. We unblocked the votes on August 22, 2025 at the website <https://www.evotingindia.com> after the conclusion of the meeting, in the presence of two witnesses, Mr. R M Subramanian and Mr. Saravanakumar R. These witnesses are not in the employment of the Company. They have signed below, in confirmation of votes being unblocked in their presence.

Name : Mr. R M Subramanian

Name: Mr. Saravanakumar R

6. Our responsibility as scrutinizer for the e-voting facility for Postal Ballot is restricted to make scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated below, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL") the authorized agency engaged by the Company to provide facilities for remote e-voting by the Shareholders of the Company.





Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were download from the E-Voting website of Central Depository Services (India) Limited.

## 7. The result of the E- voting is as under:

### Item No - 1

**Ordinary Resolution - Approval for material related party transaction(s) with Agni Estates and Foundations Private Limited under section 188 of the companies act, 2013 and regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements), 2015.**

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%	Nos.	Nos.	%
E-Voting	18,21,599	100.00%	-	-	3,45,193	18,21,599	100.00%
<b>Total</b>	<b>18,21,599</b>	<b>100.00%</b>	<b>-</b>	<b>-</b>	<b>3,45,193</b>	<b>18,21,599</b>	<b>100.00%</b>

Based on the aforesaid results, we report that this **Ordinary Resolution** has been passed with requisite Majority.

### Item No - 2

**Ordinary Resolution - Approval for material related party transaction(s) with Garuda Aerospace Private Limited under section 188 of the companies act, 2013 and regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements), 2015.**

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%	Nos.	Nos.	%
E-Voting	18,21,599	100.00%	-	-	3,45,193	18,21,599	100.00%
<b>Total</b>	<b>18,21,599</b>	<b>100.00%</b>	<b>-</b>	<b>-</b>	<b>3,45,193</b>	<b>18,21,599</b>	<b>100.00%</b>

Based on the aforesaid results, we report that this **Ordinary Resolution** has been passed with requisite Majority.





**BP & ASSOCIATES**  
Company Secretaries

8. We hereby confirm that we are maintaining the Registers received from the Service Provider electronically in respect of the votes cast through e-voting related to the Postal Ballot by the shareholders of the Company. we shall be arranging to handover these records to you or other person as authorised by you.

**Thanking you,  
Yours Faithfully,  
BP & Associates  
Company Secretaries  
Peer Review Certificate No: 7014/2025**

**C. Prabhkar  
Partner  
C P No: 11033 | M No: F11722  
UDIN: F011722G001084101**

**Place: Chennai  
Date: 26<sup>th</sup> August 2025**



**T** : 044-2433 4503  
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**w** : [www.bpcorpadvisors.com](http://www.bpcorpadvisors.com)

New No.443 & 445, 5th Floor, Annexe 1,  
Guna Complex, Anna Salai,  
Teynampet, Chennai - 600018

General information about company	
Scrip code	123456
NSE Symbol	VISHNUINFR
MSEI Symbol	NOTLISTED
ISIN	INE0PQ001012
Name of the company	VISHNUSURYA PROJECTS AND INFRA LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	22-08-2025
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	C.PRABHAKAR
Firms Name	BP & ASSOCIATES
Qualification	CS
Membership Number	F11722
Date of Board Meeting in which appointed	22-07-2025
Date of Issuance of Report to the company	26-08-2025

Voting results	
Record date	18-07-2025
Total number of shareholders on record date	1550
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	



<b>Resolution(1)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				APPROVAL FOR MATERIAL RELATED PARTY TRANSACTION(S) WITH AGNI ESTATES AND FOUNDATIONS PRIVATE LIMITED UNDER SECTION 188 OF THE COMPANIES ACT, 2013 AND REGULATION 23 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS), 2015:				
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	15310877	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15310877	0	0	0	0	0	0
Public-Institutions	E-Voting	2000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	9296794	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		1821599	19.5938	1821599	0	100	0
	Total	9296794	1821599	19.5938	1821599	0	100	0
Total		24609671	1821599	7.402	1821599	0	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	0
Public Insitutions	0
Public - Non Insitutions	345193

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				APPROVAL FOR MATERIAL RELATED PARTY TRANSACTION(S) WITH GARUDA AEROSPACE PRIVATE LIMITED UNDER SECTION 188 OF THE COMPANIES ACT, 2013 AND REGULATION 23 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS), 2015				
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	15310877	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15310877	0	0	0	0	0	0
Public- Institutions	E-Voting	2000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	9296794	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		1821599	19.5938	1821599	0	100	0
	Total	9296794	1821599	19.5938	1821599	0	100	0
Total		24609671	1821599	7.402	1821599	0	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	0
Public Insitutions	0
Public - Non Insitutions	345193