

Avinash Bagul & Associates

Practicing Company Secretaries

D/101, Shiv Chhaya CHS, Eksar Road, Borivali (West), Mumbai 400 091

Avinash Bagul
B.Com, FCS, LLB(Gen), ACMA, IP

Mobile: +91 9820009316
E- mail: avinash.bagul1959@gmail.com

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
ORIX Auto Infrastructure Services Limited
Plot No. 94, Marol Co-Op Industrial Estate,
Andheri Kurla Road, Andheri East,
Mumbai- 400059

30th (Thirtieth) Extra-Ordinary General Meeting ("EGM") of the Equity Shareholders of ORIX Auto Infrastructure Services Limited held on Friday, September 27, 2024, at 10:30 a.m. IST through Video Conferencing / Other Audio-Visual Means ("VC/OAVM").

Dear Sir,

Subject:- Scrutinizer's report on passing of Resolution through poll at the 30th (Thirtieth) Extra-Ordinary General Meeting of the Equity Shareholders of ORIX Auto Infrastructure Services Limited held on Friday, September 27, 2024, at 10:30 a.m. IST at the Registered Office of the Company (deemed venue for the meeting), pursuant to the Ministry of Corporate Affairs, Government of India ("MCA") circulars dated April 8, 2020 read together with circulars dated April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 8, 2021, May 05, 2022, December 28, 2022 and September 25, 2023 (collectively referred to as "MCA Circulars") permitted the holding of the Extra-Ordinary General Meeting ("EGM") through VC / OAVM until September 30, 2024, without the physical presence of the Members at a common venue.

I, Avinash Bagul, Proprietor of Avinash Bagul & Associates, Company Secretaries, is appointed by the Board of Directors of the ORIX Auto Infrastructure Services Limited (hereinafter to be referred as "*the Company*") in meeting held on March 31, 2021, to act as Scrutinizer(s) for the purpose of the scrutinizing the votes casted through poll on the below mentioned resolution(s), at the 30th Extra-Ordinary General Meeting of the Equity Shareholders of ORIX Auto Infrastructure Services Limited through Video Conferencing / Other Audio-Visual Means.

I report that the EGM Notice dated September 25, 2024 was sent via electronic mode to the Members, Directors, Statutory Auditor and Secretarial Auditor of the Company on September 26, 2024.



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The voting period for the members commenced at 10:30 a.m. during the EGM and concluded at 11:00 a.m. Any votes casted after 11:00 a.m. on September 27, 2024, Friday, were not considered for the purpose of the report.

On scrutiny, I report that out of 09 Shareholders collectively holding 127,996,498 shares as on cut-off date, September 27, 2024, 07 shareholders holding 127,989,998 shares, constituting 99.99%, have exercised their votes through poll.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules prescribed relating to voting on the resolution contained in the Notice of the meeting.

My responsibility as a Scrutinizer is restricted to see voting is done through poll and making a Scrutinizer's Report of votes cast in favour or against the resolution.

The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations lodged with the Company.

I did not find any poll papers invalid.

The details of poll results for the item placed for consideration and approval of the members are given below: -

SPECIAL BUSINESSES

a) Special Resolution:

Item No. 1: - To approve change of name of the Company and alteration of Memorandum of Association (MOA) & Article of Association (AOA) of the Company and if thought fit, to pass, the following resolution, with or without modification(s), as Special Resolution

Voted in **favour** of the resolution:

Number of members present and voting	Number of votes casted by them	% of total number of valid votes cast
07	127,989,998	99.99



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Voted **against** the resolution:

Number of members present and voting	Number of votes casted by them	% of total number of valid votes cast
0	0	0

Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

As per the scrutiny of the votes casted in respect of the resolution by the poll, the resolution as specified in EGM Notice is passed as per the mentioned criteria.

The Scrutinizer's report is provided to the Chairman of the meeting for declaration of results thereof.

I thank you for the opportunity provided, to act as a Scrutinizer for the above poll process of your Company.

Thanking you,
Yours faithfully,

For Avinash Bagul & Associates
PRACTICING COMPANY SECRETARIES



A handwritten signature in black ink, appearing to be "Avinash Bagul".

Avinash Bagul
Proprietor
FCS- 5578 /COP-19862
UDIN: F005578F001336446

Place: Mumbai
Dated: 1st October, 2024

