



## ARSS INFRASTRUCTURE PROJECTS LTD.

Date: 9<sup>th</sup> June, 2026

<b>Bombay Stock Exchange Limited,</b> Phiroze Jeejeebhoy Towers 1st Floor, Rotunda Building, Dalal Street, Mumbai- 400 001  <b><u>BSE Scrip Code - 533163</u></b>	<b>National Stock Exchange of India Limited,</b> Exchange Plaza, Plot No-C1, G Block BandraKurla Complex, Bandra (E), Mumbai-400051  <b><u>NSE Symbol: ARSSINFRA</u></b>
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Dear Sir/ Madam,

**Sub: Proceedings and Voting Results of the Extra Ordinary General Meeting ("EGM") of ARSS Infrastructure Projects Limited ("the Company")**

We wish to inform you that an Extra Ordinary General Meeting (EGM) of the Company was held on today (i.e. 9<sup>th</sup> June, 2026) at 11:30 A.M. (IST) held through Video Conferencing / Other Audio Visual Means, to transact the business as stated in the notice dated May 11, 2026, convening the EGM.

In this regard, we enclose the following Annexures for your information:

- 1) Summary of the proceedings of the EGM as required under Regulation 30, Para A of Part A in Schedule - III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the Listing Regulations") - **Annexure - I.**
- 2) Voting results of the business transacted at the EGM, as required under Regulation 44(3) of the Listing Regulations - **Annexure -II.**
- 3) Report of the Scrutinizer dated June 9, 2026, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 - **Annexure - III.**

**CIN : L14103OR2000PLC006230**

**Regd. Office :** Sector A, Zone D, Plot #38, Mancheswar Industrial Estate, Bhubaneswar 751010, Odisha  
Tel : 0674 - 2602763, E-mail: response@arssgroup.in, Website : www.arssgroup.in

**Corp. Office :** ARSS Mall, Community Centre, Plot No. 40, Block-A, Paschim Vihar, Opposit to Jwalaheri Market, New Delhi-110063 (India)  
E-mail : delhi@arssgroup.in





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The voting results along with the Scrutinizer's Report dated June 9, 2026 is made available on the Company's website at [www.arssgroup.in](http://www.arssgroup.in) and also on the website of National Securities Depository Limited (NSDL) (<https://www.evoting.nsdl.com/>).

The resolution as placed before the meeting as per the Notice of the said EGM was duly passed with requisite majority.

Kindly take the same on your record.

Thanking You,

Yours faithfully,  
For ARSS Infrastructure Projects Limited

  
Gopal Krishna Dash

Managing Director  
DIN: 10776309

Encl: As above



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## ARSS INFRASTRUCTURE PROJECTS LTD.

### Annexure - I

Summary of the Proceedings of the Extra Ordinary General Meeting of ARSS Infrastructure Projects Limited held on June 9, 2026 at 11:30 a.m. and concluded at 11:53 a.m. (including the time allowed for e-voting at the EGM and 15 minutes after the proceedings of the EGM was concluded by the Chairman, as declared by the Chairman).

The Extra Ordinary General Meeting of the Members of the Company was convened at 11:30 A.M. on Tuesday, June 9, 2026 held through Video Conferencing / Other Audio Visual Means and concluded at 11:53 a.m.

### P R E S E N T

Sr. No.	Name	Designation	Mode of presence
1	Shri Dipti Ranjan Patnaik	Chairman of the Company	Through VC
2	Shri G. K. Dash	Managing Director	Physical
3	Shri T. K. Padmanaban	Independent Director	Through VC
4	Smt. Payal Agarwal	Independent Director (Chairperson of Audit Committee)	Through VC
5	Shri Manoranjan Panigrahy	Independent Director	Through VC

### I N A T T E N D A N C E

Sr. No.	Name	Designation	Mode of presence
6	Shri S. K. Pattanaik	Chief Financial Officer	Physical
7	CA Vipul Kumar Gupta from M/s. A D V AND CO LLP	Statutory Auditors	Through VC
8	CS Jyotirmoy Mishra partner of M/s. Sunita Jyotirmoy & Associates, Practicing Company Secretaries	Secretarial Auditors	Through VC

Shri Dipti Ranjan Patnaik, Chairman of the Company, welcomed the Members to the Meeting and briefed them on details relating to their participation at the Meeting through audio-visual means.

Mr. Dipti Ranjan Patnaik, Chairman of the Company, chaired the proceedings of the meeting, welcomed the shareholders and informed that the meeting was held

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through video conference in accordance with the circular issued by the Ministry of Corporate Affairs (MCA) & SEBI and started the formal proceedings. The Participation of members through video conference was reckoned for the purpose of quorum as per the circulars issued by MCA and Section 103 of the Companies Act, 2013. Then Chairman of the meeting declared that the requisite quorum was present through video conference and called the meeting to order.

The Chairman informed the members that the proposed Ordinary Resolution is placed before the shareholders pursuant to the provisions of Section 139(8) of the Companies Act, 2013, for approval of the appointment of M/s A D V AND CO LLP, Chartered Accountants (Firm Registration No. 003467N/N500463), as Statutory Auditors of the Company to fill the casual vacancy caused in the office of Statutory Auditors.

The Chairman apprised the members that the Company received a communication dated February 25, 2026 from M/s M A R S & Associates, Chartered Accountants (Firm Registration No. 010484N), informing that the said firm merged with M/s A D V AND CO LLP with effect from February 11, 2026, pursuant to the approval granted by the Institute of Chartered Accountants of India (ICAI). Consequent upon such merger, M/s M A R S & Associates ceased to exist as an independent entity and expressed its inability to continue as the Statutory Auditors of the Company, thereby resulting in a casual vacancy in the office of Statutory Auditors.

The Chairman further informed the members that M/s M A R S & Associates was appointed as Statutory Auditors by the shareholders for a term extending up to the conclusion of the 29th Annual General Meeting of the Company to be held in the year 2029. However, due to the aforesaid merger and cessation of existence of the audit firm, the Board was required to take appropriate steps to ensure continuity of the statutory audit function of the Company in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Chairman stated that the Audit Committee considered the credentials, experience, eligibility and independence of M/s A D V AND CO LLP and recommended their appointment as Statutory Auditors of the Company. Based on such recommendation, the Board of Directors, through Resolution by Circulation passed on March 10, 2026, approved the appointment of M/s A D V AND CO LLP as Statutory Auditors to fill the casual vacancy, subject to approval of the members.

The Chairman further informed the members that the Company received the written consent, eligibility certificate and requisite confirmations from M/s A D V AND CO LLP confirming that their appointment, if approved, would be in accordance with

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the provisions of the Companies Act, 2013 and the rules made thereunder and that they satisfy all prescribed criteria for appointment as Statutory Auditors.

The Chairman explained that, in terms of Section 139(8) of the Companies Act, 2013, where a casual vacancy in the office of Statutory Auditors arises due to resignation, such vacancy is required to be filled by the Board of Directors within thirty days and the appointment is required to be approved by the members of the Company within three months of the recommendation of the Board at a general meeting. Accordingly, approval of the members is being sought for the appointment of M/s A D V AND CO LLP, Chartered Accountants, as Statutory Auditors of the Company to hold office until the conclusion of the 26th Annual General Meeting of the Company.

The Chairman therefore recommended the resolution for the consideration and approval of the members as being in the best interests of the Company and its stakeholders.

He also acknowledged the attendance of Mrs. Payal Agarwal, Independent Director, Mr. T. K. Padmanaban, Independent Director, Mr. Vipul Gupta, Statutory Auditors, Mr. Jyotirmoy Mishra, Practicing Company Secretary, the Scrutinizer as well as the Secretarial Auditor of the Company.

He further informed the members that the relevant Registers and other statutory records as per the provisions of the Companies Act, 2013 and rules thereof were available for inspection by the member's electronically.

There were in total 42 members attended the meeting through Video Conference.

Then he briefed the procedure for participation of the meeting through Video Conference. He also mentioned that three shareholders had registered as speaker shareholders during the EGM. The non-speaker shareholders were also given the facility to raise questions through the chat box provided. All the shareholders were in mute mode during the meeting to avoid any disturbance from background noise.

He stated that the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI') vide its various circulars, permitted the holding of the General Meeting through Video Conferencing or Other Audio Visual Means, without the physical presence of the members at a common venue. In compliance of the Govt. Circulars, the company has provided VC facilities for attending the EGM with support of National Securities Depository Limited (NSDL) e-voting system.

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He further informed the Members that, the proceedings of the Meeting were also being webcast and could be viewed live by Members by logging on to the website of the National Securities Depository Limited (NSDL). The Company had taken the requisite steps to enable Members to participate and vote on the items being considered at the EGM.

He also stated that as required under the relevant provisions of section 108 of the companies act, 2013 read with rule 20 of the companies (Management & Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company extended the remote e-voting facility and e-voting facility to the members of the Company in respect of resolutions to be passed at the meeting. The remote e-voting commenced at 09:00 a.m. on June 5, 2026 and ended at 05:00 p.m. on June 8, 2026. The members who had not casted their vote through remote e-voting process, were given facilities for casting their votes using e-voting facility of NSDL during the EGM.

He further informed that the company has engaged the services of NSDL as the agency to provide remote e-voting facility and M/s. Sunita Jyotirmoy & Associates, Company Secretaries in Practice has been appointed as Scrutinizer to scrutinize the voting process in a fair and transparent manner.

With the permission of members, the Chairman took the notice & Explanatory Statement already sent to the members as read.

On the invitation, three Member who had pre-registered themselves as speakers, invited to address the meeting but they could not join the meeting.

The Chairman then thanked the members for their participation and announced formal closure of the General Meeting of the Company.

The Company Secretary took up following agenda as contained in the Notice of Extra Ordinary General Meeting of the Company.

Si. No.	Item of Business	Resolution considered
	<b>SPECIAL BUSINESS:</b>	
1	Appointment of M/s. A D V AND CO LLP, Chartered Accountants, as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. M A R S & Associates, Chartered Accountants	Ordinary Resolution

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After the above resolution was being briefed and deemed to be read, the Chairman of the Company invited members who would like to make comments, make observations and seek clarifications.

The Chairman thanked Statutory Auditors, Registrar, Scrutinizer and Members who joined the meeting. Further, he stated that the voting module was extended for another 15 minutes to enable the members to cast their votes. He also informed that the result of the voting along with Scrutinizer report would be placed on the website of the Company [www.arssgroup.in](http://www.arssgroup.in) and on NSDL website <https://www.evoting.nsdl.com/> and would be communicated to the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE), where the company's shares are listed. He stated that the meeting would stand concluded at the end of 15 minutes.

The Managing Director then a formal vote of thanks to all who attended the meeting.

Post the conclusion of the voting, the Scrutinizer's report was received by the Chairman of the Company.

Accordingly, the Chairman declared on the same day (i.e. June 9, 2026) at 13.45 hour that the above resolution as set out in the Notice of EGM dated May 11, 2026, was duly passed with the requisite majority.

The Consolidated scrutinizer's report was uploaded on the website of the Company and NSDL's website. Further the results in the format prescribed were notified to the stock exchange under Regulation 44 of the SEBI (LODR) Regulation, 2015.

Thanking You,  
Yours faithfully,  
For ARSS Infrastructure Projects Limited

G. K. Dash  
Managing Director  
DIN-10776309



Date: 9<sup>th</sup> June, 2026  
Place: Bhubaneswar

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## ARSS INFRASTRUCTURE PROJECTS LTD.

Annexure - II

### ARSS Infrastructure Projects Limited (CIN:L14103OR2000PLC006230)

Details of voting results of the Extra Ordinary General Meeting held on June 9, 2026  
Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

<b>Date of EGM</b>	<b>Tuesday, June 9, 2026</b>
<b>Total number of shareholders on record date (i.e. June 2, 2026)</b>	<b>14040</b>
<b>No. of shareholders present in the meeting either in person (including authorized representative) :</b>	
- Promoter and Promoter Group	-
- Public	-
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
- Promoter and Promoter Group	--
- Public	42

**In case of Poll/ Postal ballot/ E-Voting:**

The Mode of voting for all resolutions: Remote e- voting, e-voting at Extra Ordinary General Meeting.



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## Agenda- wise disclosure:

### Resolution No. 1:

Appointment of M/s. A D V AND CO LLP, Chartered Accountants, as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. M A R S & Associates, Chartered Accountants.

(Ordinary Resolution)

Resolution required : Ordinary/ Special				Ordinary Resolution					
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 - In against	% of Votes in favour on votes polled	% of Votes in 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	7,65,00,000	0	0.0000	0	0	0.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total		0	0.0000	0	0	0.0000	0.0000	
Public- Institutions	E-Voting	15,08,700	0	0.0000	0	0	0.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total		0	0.0000	0	0	0.0000	0.0000	
Public- Non Institutions	E-Voting	1,21,09,798	21,99,633	18.16408	21,99,632	1	99.99995	0.00005	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total		21,99,633	18.16408	21,99,632	1	99.99995	0.00005	
Total		9,01,18,498	21,99,633	2.440823	21,99,632	1	99.99995	0.00005	



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# SUNITA JYOTIRMOY & ASSOCIATES

COMPANY SECRETARIES

Plot No-191, 2<sup>nd</sup> Floor, Santosh Multispecialty Clinic Side Lane, Opposite to Little Gem Play School, Biju Pattnaik College Rod, Jaydev Vihar, Bhubaneswar-751013, Odisha, India  
Mob: 9737272604, 9437255625, Email: [secretairal@sunitamohnantvandassociates.com](mailto:secretairal@sunitamohnantvandassociates.com)

## Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rule, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]

Date: 09-06-2026

To  
The Chairman  
ARSS Infrastructure Projects Limited  
Plot No-38, Sector-A, Zone-D,  
Mancheswar Industrial Estate,  
Bhubaneswar-751 010,  
Odisha, India

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulation, 2015 read with the provisions of section 108 of the Companies Act, 2013 ("the Act") and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 ("the Rules") and e-voting at the Extra Ordinary General Meeting of ARSS Infrastructure Projects Limited held on Tuesday, June 09, 2026 at 11:30 a.m. through video conferencing ('VC') /other audio visual means ('OAVM').

Dear Sir,

I, Jyotirmoy Mishra (Membership. No. F6556, CP No. 6022), Partner, M/s Sunita Jyotirmoy & Associates, Company Secretaries, Bhubaneswar had been appointed as the Scrutinizer by **ARSS Infrastructure Projects Limited** ("the Company") for the purpose of scrutinizing the remote e-voting process as well as for voting conducted through electronics means at the Extra Ordinary General Meeting of the shareholders of the Company held on Tuesday, June 09, 2026 at 11:30 a.m. through Video Conference/other Audio Visual Means in a fair and transparent manner and ascertaining the requisite majority of voting carried out as per the provisions of the Companies Act, 2013 on the below mentioned resolution(s). The company had provided to the members facility of remote e-voting and voting by electronic means at the Extra Ordinary General Meeting which was allowed to be continued for 15 minutes after the conclusion of the meeting.



**SUNITA JYOTIRMOY & ASSOCIATES**  
**COMPANY SECRETARIES**

The notice dated May 11, 2026, convening the EGM as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the EGM of the Company through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories in compliance with the Ministry of Corporate Affairs ('MCA'), Government of India, vide General circular No. 14/2020 dated April 8, 2020 and Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 10/2022 dated December 28, 2022, 02/2022 dated May 5, 2022 and subsequent circulars issued in this regard, the latest being General Circular No. 09/2024 dated September 19, 2024, ("MCA Circulars"), permitted conduct of Extra-Ordinary General Meeting ('EGM') through video conferencing ('VC') or other audio -visual means ('OAVM') and dispensed personal presence of the Members at the EGM and prescribed the specified procedures to be followed for conducting the EGM through VC/OAVM. Accordingly, in accordance with the MCA Circulars, applicable provisions of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations' or 'SEBI LODR').

The management of the Company is responsible to ensure the compliance with the requirements of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Act and the Rules framed there under relating to remote e-voting on the Resolution contained in the notice of Extra Ordinary General Meeting dated May 11, 2026. My responsibility as Scrutinizer is restricted to make a Scrutinizer's Report of the Votes Cast "In favour" or "against" the resolutions and "Invalid" Votes based on report generated from the Electronic platform Provided by National Securities Depository Limited (NSDL), The Authorized agency to provide remote e-voting Facilities, engaged by the Company and e-voting at the Extra Ordinary General Meeting.

I, submit my report as under:

1. The Company had availed the e-voting facility offered by National Securities Depository Limited's ("NSDL") for conducting remote e-voting by the Shareholders of the Company prior to the Meeting as well as during the Meeting.
2. The Company had also provided e voting facility to the shareholders present at the Extra Ordinary General Meeting and who had not cast their vote earlier through remote e-voting facility.
3. The voting period for remote e-voting commenced on Friday, June 05, 2026 at 9.00 A.M. and ended on Monday, June 08, 2026 at 5.00 P.M. The Members were required to cast their vote electronically conveying their assent/dissent in respect of all the Resolution(s) on e-voting platform provided by NSDL. The remote e-voting module was disabled by NSDL for voting thereafter. The e-voting facility was again activated by NSDL for Voting at the EGM on Tuesday, 9<sup>th</sup> June, 2026.



**SUNITA JYOTIRMOY & ASSOCIATES**  
-----**COMPANY SECRETARIES**-----

4. The shareholders of the company holding shares as on the "cut-off" date of Tuesday, June 2, 2026 were entitled to vote on the resolutions as contained in the Notice of the Extra Ordinary General Meeting.
5. After the close of period for remote e-voting, the details of the members, such as their names, folio numbers, number of shares held, who had casted their votes through remote e-voting, were downloaded from the e-voting website of NSDL, for the purpose of ensuring that the members who have casted their votes through remote e-voting do not vote again at the EGM.
6. The e-voting at the EGM commenced on Tuesday, 9<sup>th</sup> June, 2026 at 11:30 A.M. and closed at 11:57 A.M.
7. The votes were finally unblocked on Tuesday, 9<sup>th</sup> June, 2026 at around 11:57 A.M. in presence of two witnesses viz. Mrs. Sasmita Lenka and Mr. Abinash Sahoo who are not in the employment of the company and who have signed at the end of the report in token of the same.
8. Thereafter, the details containing, inter-alia, List of equity shareholders, who voted "FOR" and/or "AGAINST", were downloaded from the e-voting website of National Securities Depository Limited (NSDL). ([https:// www.evoting.nsdl.com](https://www.evoting.nsdl.com))
9. I have scrutinized and reviewed the remote e-voting prior to and during the EGM and votes cast therein based on the data downloaded from the NSDL e-voting system.
10. I would like to mention that the voting rights of Members were in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. Tuesday, June 02, 2026 and as per the Register of Members of the Company.
11. Further, I would also like to mention that Shareholders who have split their votes into "Assent" as well as "Dissent" in respect of each DP ID/Client ID or Folio No., while their votes are taken as cast, they have been counted only once for the purpose of their presence, which has been mentioned under the head "Assent".

I now submit my consolidated report as under on the result of the remote e-voting prior to and during the EGM in respect of the said resolution.



**SUNITA JYOTIRMOY & ASSOCIATES**  
**COMPANY SECRETARIES**

**Resolution No. 1**

**Ordinary Resolution for Appointment of M/s. A D V AND CO LLP, Chartered Accountants, as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. M A R S & Associates, Chartered Accountants.**

Particulars	Number of Members voted through Remote e-voting	Number of Remote E-votes casted	Number of Members voted through e-voting during and after the EGM	Number of votes casted by e-voting during and after the EGM	Total Number of votes cast through Remote e-voting and at EGM	% of total number of valid votes cast
	1	2	3	4	5=(2+4)	6
Voted in favour of the resolutions	59	2199632	0		2199632	99.99995
Voted against the resolutions	1	1	0	0	1	0.00005
Total	60	2199633	0	0	2199633	100.0000
Invalid / Abstain votes	0	0	0	0	0	0.0000

You may accordingly declare the result of voting for the above said resolution of the EGM.

I hereby confirm that the papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Extra Ordinary General Meeting where after the same will be handed over to the Company Secretary/Chairman for safe keeping.

Thinking You,

Yours faithfully,

For M/s Sunita Jyotirmoy & Associates

Company Secretaries

*Jyotirmoy Mishra*  
**Jyotirmoy Mishra**

**Jyotirmoy Mishra, F.C.S.**  
**CP-6022, PARTNER**

CS Jyotirmoy Mishra

Membership Number -F6556

C. P. No. - 6022

UDIN : F006556H000600314

**SUNITA JYOTIRMOY & ASSOCIATES**  
**-----COMPANY SECRETARIES-----**

We, the under signed witnesses that the votes in respect of e-voting of shareholders of ARSS Infrastructure Projects Limited, were unblocked from e-voting website of NSDL in our presence at 11:57 A.M. on 9<sup>th</sup> June, 2026.

Sasmita Lenka  
Mrs. Sasmita Lenka

Abinash Sahoo  
Mr. Abinash Sahoo