



September 27, 2019

To,

BSE Limited,

The Corporate Relationship Department,
1st Floor, New Trading Wing, Rotunda Building,
P.J.Towers, Dalal Street,
Mumbai – 400 001

Dear Sir/Madam,

Sub: Submission of Scrutinizer Report for the 25th Annual General Meeting of SunEdison Infrastructure Limited (Formerly YKM Industries Limited)

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we submit herewith the Scrutinizer Report for the 25th Annual General Meeting of SunEdison Infrastructure Limited, held on Thursday, 26th September, 2019 at 03:30 p.m. at Hotel Treebo Majestic Inn- Parthasarathi Puram, Bazullah Road, T.Nagar, Chennai – 600 017.

We request you to take the same on record and oblige.

Thanking you,

For SunEdison Infrastructure Limited

Suresh Babu R.V.

A circular purple ink stamp with the text "SUNEDISON INFRASTRUCTURE LIMITED" around the perimeter and a small star at the bottom.

R.V.Suresh Babu
Company Secretary & Compliance Officer

SunEdison Infrastructure Limited

(Formerly YKM Industries Limited)

11th Floor, Bascon Futura IT Park, #10/1 & #10/2, Venkatanarayana Road,
T. Nagar, Chennai - 600017. CIN No: L40100TN1994PLC028263

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✉ info@sunedisoninfra.com

🌐 www.sunedisoninfra.com



A. Mohan Kumar, B.A., B.L., F.C.S., ACMA.,
Practising Company Secretary

**COMBINED SCRUTINIZER'S REPORT FOR E-VOTING
& POLL OF SUNEDISON INFRASTRUCTURE LIMITED**

To
THE CHAIRMAN,
M/s. SUNEDISON INFRASTRUCTURE LIMITED,
(FORMERLY KNOWN AS YKM INDUSTRIES LIMITED),
11th Floor, BASCON FUTURA,
New No: 10/2 Old No: 56L,
Venkatanarayana Road, T. Nagar,
Chennai – 600017.

Ref: Annual General Meeting of the Members of M/s. SunEdison Infrastructure Limited held on 26th September 2019, Thursday at 03:30 P.M. at Hotel Treebo Majestic Inn – Parthasarathi Puram, Bazullah road, T. Nagar, Chennai - 600017.

Dear Sir,

1. I, A. Mohan Kumar, Practicing Company Secretary, have been appointed as a Scrutinizer by

- i. The Board of Directors of M/s. SunEdison Infrastructure Limited at their meeting held on 14th August 2019 for the purpose of Scrutinizing the e-voting process held between 23rd September 2019, 09:00 A.M. and 25th September 2019, 05:00 P.M. under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and
- ii. The Chairman of the Annual General Meeting of the Company for conducting poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the resolution contained in the notice to the Annual General Meeting of the Members of the Company, held on 26th September 2019 at 03:30 P.M.

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and poll for the resolution contained in the Notice to the Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to the preparation of a scrutinizer's report of the votes cast "in favour" or "against" the resolution stated above, based on the report generated from the e-voting system provided by M/s. National Securities Depository Limited (NSDL), the authorized agency engaged by the Company to provide facilities for e-voting and at the time of poll at Annual General Meeting.

3. The e-voting results were unblocked by me on 26th September, 2019, Thursday at 04:15 P.M. in the presence of two witnesses (please refer my Scrutinizer report on e-voting dated 26th September, 2019).



4. At the Annual General Meeting of the Company held on 26th September 2019, Thursday, the Chairman of the meeting had suo motto called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process.

The results of the e-voting together with that of the poll are as under:

ITEM NO: 1 – ADOPTION OF AUDITED STANDALONE FINANCIAL STATEMENTS:

I. Voted **in favour** of the resolution:

| Number of members voted in E-Voting. | Number of votes cast (Shares) – E-Voting | Number of members/ Proxies voted – Poll | Number of votes cast (Shares) – Poll | Total Number of Votes Cast through E-Voting and Poll | % of total number of valid votes cast |
|--------------------------------------|--|---|--------------------------------------|--|---------------------------------------|
| 6 | 33,66,187 | 5 | 33,734 | 33,99,921 | 100% |

II. Voted **against** the resolution:

| Number of members voted in E-Voting. | Number of votes cast (Shares) – E-Voting | Number of members/ Proxies voted – Poll | Number of votes cast (Shares) – Poll | Total Number of Votes Cast through E-Voting and Poll | % of total number of valid votes cast |
|--------------------------------------|--|---|--------------------------------------|--|---------------------------------------|
| 0 | 0 | 0 | 0 | 0 | 0% |

III. **Invalid** votes:

| Number of members voted in E-Voting. | Number of votes cast (Shares) – E-Voting | Number of members/Proxies voted - Poll | Number of votes cast (Shares) – Poll | Total Number of Votes Cast through E-Voting and Poll |
|--------------------------------------|--|--|--------------------------------------|--|
| 0 | 0 | 0 | 0 | 0 |

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item No. 1 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



ITEM NO. 2 - ADOPTION OF AUDITED CONSOLIDATED FINANCIAL STATEMENTS:I. Voted **in favour** of the resolution:

| Number of members voted in E-Voting. | Number of votes cast (Shares) – E-Voting | Number of members/ Proxies voted - Poll | Number of votes cast (Shares) – Poll | Total Number of Votes Cast through E-Voting and Poll | % of total number of valid votes cast |
|--------------------------------------|--|---|--------------------------------------|--|---------------------------------------|
| 6 | 33,66,187 | 5 | 33,734 | 33,99,921 | 100% |

II. Voted **against** the resolution:

| Number of members voted in E-Voting. | Number of votes cast (Shares) – E-Voting | Number of members/ Proxies voted - Poll | Number of votes cast (Shares) – Poll | Total Number of Votes Cast through E-Voting and Poll | % of total number of valid votes cast |
|--------------------------------------|--|---|--------------------------------------|--|---------------------------------------|
| 0 | 0 | 0 | 0 | 0 | 0% |

III. **Invalid** votes:

| Number of members voted in E-Voting. | Number of votes cast (Shares) – E-Voting | Number of members/Proxies voted - Poll | Number of votes cast (Shares) – Poll | Total Number of Votes Cast through E-Voting and Poll |
|--------------------------------------|--|--|--------------------------------------|--|
| 0 | 0 | 0 | 0 | 0 |

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item No. 2 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



ITEM NO. 3 – RE-APPOINTMENT OF A DIRECTOR Mr. SHAILESH RAJAGOPALAN (DIN: 01855598):

I. Voted in favour of the resolution:

| Number of members voted in E-Voting. | Number of votes cast (Shares) – E-Voting | Number of members/ Proxies voted - Poll | Number of votes cast (Shares) – Poll | Total Number of Votes Cast through E-Voting and Poll | % of total number of valid votes cast |
|--------------------------------------|--|---|--------------------------------------|--|---------------------------------------|
| 6 | 33,66,187 | 5 | 33,734 | 33,99,921 | 100% |

II. Voted against the resolution:

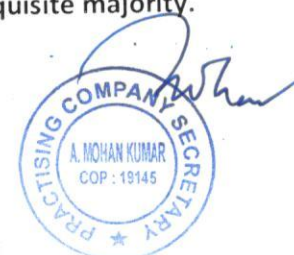
| Number of members voted in E-Voting. | Number of votes cast (Shares) – E-Voting | Number of members/ Proxies voted - Poll | Number of votes cast (Shares) – Poll | Total Number of Votes Cast through E-Voting and Poll | % of total number of valid votes cast |
|--------------------------------------|--|---|--------------------------------------|--|---------------------------------------|
| 0 | 0 | 0 | 0 | 0 | 0% |

III. Invalid votes:

| Number of members voted in E-Voting. | Number of votes cast (Shares) – E-Voting | Number of members/Proxies voted - Poll | Number of votes cast (Shares) – Poll | Total Number of Votes Cast through E-Voting and Poll |
|--------------------------------------|--|--|--------------------------------------|--|
| 0 | 0 | 0 | 0 | 0 |

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item No. 3 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



ITEM NO. 4 - APPOINTMENT OF AUDITORS AND FIXING THEIR REMUNERATION:

I. Voted **in favour** of the resolution:

| Number of members voted in E-Voting. | Number of votes cast (Shares) – E-Voting | Number of members/ Proxies voted - Poll | Number of votes cast (Shares) – Poll | Total Number of Votes Cast through E-Voting and Poll | % of total number of valid votes cast |
|--------------------------------------|--|---|--------------------------------------|--|---------------------------------------|
| 6 | 33,66,187 | 5 | 33,734 | 33,99,921 | 100% |

II. Voted **against** the resolution:

| Number of members voted in E-Voting. | Number of votes cast (Shares) – E-Voting | Number of members/ Proxies voted - Poll | Number of votes cast (Shares) – Poll | Total Number of Votes Cast through E-Voting and Poll | % of total number of valid votes cast |
|--------------------------------------|--|---|--------------------------------------|--|---------------------------------------|
| 0 | 0 | 0 | 0 | 0 | 0% |

III. **Invalid** votes:

| Number of members voted in E-Voting. | Number of votes cast (Shares) – E-Voting | Number of members/Proxies voted - Poll | Number of votes cast (Shares) – Poll | Total Number of Votes Cast through E-Voting and Poll |
|--------------------------------------|--|--|--------------------------------------|--|
| 0 | 0 | 0 | 0 | 0 |

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item No. 4 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



ITEM NO. 5 - APPOINTMENT OF Mr. ANIL JAIN AS DIRECTOR (DIN: 00181960):

I. Voted in favour of the resolution:

| Number of members voted in E-Voting. | Number of votes cast (Shares) – E-Voting | Number of members/ Proxies voted - Poll | Number of votes cast (Shares) – Poll | Total Number of Votes Cast through E-Voting and Poll | % of total number of valid votes cast |
|--------------------------------------|--|---|--------------------------------------|--|---------------------------------------|
| 6 | 33,66,187 | 5 | 33,734 | 33,99,921 | 100% |

II. Voted against the resolution:

| Number of members voted in E-Voting. | Number of votes cast (Shares) – E-Voting | Number of members/ Proxies voted - Poll | Number of votes cast (Shares) – Poll | Total Number of Votes Cast through E-Voting and Poll | % of total number of valid votes cast |
|--------------------------------------|--|---|--------------------------------------|--|---------------------------------------|
| 0 | 0 | 0 | 0 | 0 | 0% |

III. Invalid votes:

| Number of members voted in E-Voting. | Number of votes cast (Shares) – E-Voting | Number of members/Proxies voted - Poll | Number of votes cast (Shares) – Poll | Total Number of Votes Cast through E-Voting and Poll |
|--------------------------------------|--|--|--------------------------------------|--|
| 0 | 0 | 0 | 0 | 0 |

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item No. 5 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



The relevant records relating to E- Voting and Poll were sealed and handed over to Mr. R. V. Suresh Babu, Company Secretary of the Company for safe keeping.

Thank you,
Yours faithfully,

FOR MOHAN KUMAR & ASSOCIATES



**A. MOHAN KUMAR
PRACTICING COMPANY SECRETARY
MEMBERSHIP NUMBER: FCS 4347
CERTIFICATE OF PRACTICE NUMBER: 19145**

Place: Chennai
Date: 26.09.2019.