

**SEIL/Sec./SE/2025-26/66****December 15, 2025**

The Manager  
Listing Department  
National Stock Exchange of India Ltd  
Exchange Plaza, Bandra Kurla Complex  
Bandra (East), MUMBAI 400 051  
Fax # 022-2659 8237/8238/8347/8348

The Secretary  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street  
MUMBAI 400 001  
Fax # 022-2272 3121/2037/2039

**Symbol: SCHNEIDER****Scrip Code No. 534139****Sub: Disclosure of Voting Results - Postal Ballot Notice dated November 7, 2025**

Dear Sir(s),

In furtherance to our letter no. SEIL/Sec./SE/2025-26/60 regarding Postal Ballot Notice dated November 7, 2025 ("Postal Ballot Notice"), it is hereby informed that the resolutions proposed in the Postal Ballot Notice have been passed by the shareholders with requisite majority and the same are deemed to have been approved on Thursday, December 11, 2025 (last date of remote e-voting).

In this regard, please find enclosed herewith:

1. Report of Scrutinizer dated December 15, 2025; and
2. Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The voting results along with the scrutinizer's report will also be made available on the website of the Company at <https://infra-in.se.com/en/index.jsp>.

You are requested to kindly take the same on record.

Thanking you,

Yours Sincerely,

**For Schneider Electric Infrastructure Limited****(Sumit Goel)****Company Secretary & Compliance Officer**

Encl: As above

# SANJAY GROVER & ASSOCIATES

## COMPANY SECRETARIES

B-88, 1<sup>ST</sup> Floor, Defence Colony, New Delhi – 110 024

Tel.: (011) 4679 0000, Fax: (011) 4679 0012

e-mail: [contact@cssanjaygrover.in](mailto:contact@cssanjaygrover.in)

Website: [www.cssanjaygrover.in](http://www.cssanjaygrover.in)

### Scrutinizer's Report

[Pursuant to Section 108 and 110 of the Companies Act, 2013, Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with General Circulars issued by the Ministry of Corporate Affairs from time to time and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,

The Chairperson/ Company Secretary

**SCHNEIDER ELECTRIC INFRASTRUCTURE LIMITED**

(CIN: L31900GJ2011PLC064420)

Milestone 87, Vadodara-Halol Highway, Village Kotambi,

Post office Jarod, Vadodara, Gujarat-391510

Dear Sir,

I, Kapil Dev Taneja (FCS No. 4019, C.P. No.: 22944), Partner of M/s Sanjay Grover & Associates, Company Secretaries, having office at B-88, First Floor, Defence Colony, New Delhi-110024, have been appointed as Scrutinizer by the Board of Directors of Schneider Electric Infrastructure Limited ('the Company') at their meeting held on November 7, 2025 for the purpose of scrutinizing the voting of Postal Ballot process through e-voting in a fair and transparent manner under the provisions of Sections 108 and 110 of the Companies Act, 2013 ('the Act') read with the Companies (Management and Administration) Rules, 2014 ('Rules') and read with General Circular Nos. 14/2020, 17/2020 and 03/2025 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020 and September 22, 2025 respectively ('MCA Circulars') and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the following resolution(s) as mentioned in the Notice of Postal Ballot dated November 07, 2025 ('Notice'):



## SANJAY GROVER & ASSOCIATES

Sr. No.	Type of Resolution	Particulars
1.	Special Resolution	Appointment of Dr. Shalini Sarin (DIN: 06604529) as a Non-Executive Independent Director of the Company.
2.	Special Resolution	Appointment of Mr. Sundaram Damodarannair (DIN: 00016304) as a Non-Executive Independent Director of the Company.
3.	Ordinary Resolution	Payment of remuneration by way of commission to Non-Executive Independent Directors of the Company.

### I submit my report as under:

1. As informed by the Company, Postal Ballot Notice along with explanatory statement under section 102 of the Act and remote e-voting instructions were sent to all those Members, whose e-mail address were registered with the Company or Registrar and Share Transfer Agent ('RTA') i.e. CB Management Service Private Limited, or with their respective Depository Participants ('DP') and whose names appeared in the Register of Members of the Company/ List of Beneficial Owners as maintained by the Depositories as on November 07, 2025 ('Cut-off Date').
2. The management of the Company is responsible to ensure compliance with the requirements of the Act and the Rules thereof including MCA Circulars/ Listing Regulations in respect of the resolutions contained in the Postal Ballot Notice including dispatch of notice to the Members. My responsibilities as Scrutinizer are restricted to make and submit a Scrutinizer's Report of the votes cast by the members in 'Favour' or 'Against' the resolutions contained in the Postal Ballot Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ('NSDL').
3. The Company has published advertisements on November 12, 2025, and November 13, 2025, regarding service of Postal Ballot Notice to eligible Members in English language



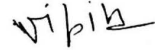
## **SANJAY GROVER & ASSOCIATES**

newspaper "The Financial Express", and "Gujarat Samachar" and in vernacular newspaper "The Financial Express (Gujarati Version) respectively.

4. The Members of the Company holding equity shares as on Cut-off date were entitled to vote on the resolutions as contained in the Postal Ballot Notice and could vote through remote e-voting facility in compliance of the MCA Circulars. Members were provided with the facility to cast their votes on the designated platform of NSDL viz. '<https://www.evoting.nsdl.com/>' ('website').
5. The remote e-voting commenced on Wednesday, November 12, 2025, at 09:00 A.M. (IST) and ended on Thursday, December 11, 2025, at 5:00 P.M. (IST). Further, the remote e-voting process was monitored through the Scrutinizer's secured link provided by NSDL through its website.
6. The remote e-voting was unblocked on December 11, 2025, after 05:00 P.M. (IST) in the presence of two witnesses i.e. Ms. Ekta Gupta and Mr. Vipin Dhameja who were not in the employment of the Company and have signed below:



**Ekta Gupta**



**Vipin Dhameja**

7. The particulars of remote e-voting report generated from electronic registry of NSDL have been entered in a separate register maintained for this purpose. E-votes cast upto 05:00 P.M. (IST) on December 11, 2025, are considered for the purpose of this report.
8. The remote e-voting was scrutinized and reconciled with the register of members/records of the Company as on cut-off date as maintained by RTA of the Company.
9. The total equity paid-up share capital of the Company as on Cut-off date i.e. Friday, November 07, 2025, was INR 47,82,08,070/- (Indian Rupees Forty-Seven Crore Eighty-Two Lakh Eight Thousand and Seventy Only) divided into 23,91,04,035 (Twenty-Three Crore Ninety One Lakh Four Thousand and Thirty Five Only) equity shares of INR 2/- (Indian Rupees Two Only) each.



**SANJAY GROVER & ASSOCIATES**

10. The result of the remote e-voting in respect of the resolutions contained in the Postal Ballot Notice is as under:

**1. Appointment of Dr. Shalini Sarin (DIN: 06604529) as a Non-Executive Independent Director of the Company.**

Particulars	Special Resolution			Percentage
	Number of Valid Votes			
	Remote e-Voting	Postal Ballot	Total	
Assent	18,97,32,241	NA	18,97,32,241	98.3657
Dissent	31,52,336		31,52,336	1.6343
Total	19,28,84,577		19,28,84,577	100

The detailed break up of voting through remote e-voting in respect of the above Resolution is attached to this report and marked as '**Annexure A**'.

**2. Appointment of Mr. Sundaram Damodarannair (DIN: 00016304) as a Non-Executive Independent Director of the Company.**

Particulars	Special Resolution			Percentage
	Number of Valid Votes			
	Remote e-Voting	Postal Ballot	Total	
Assent	19,28,22,136	NA	19,28,22,136	99.9676
Dissent	62,441		62,441	0.0324
Total	19,28,84,577		19,28,84,577	100

The detailed break up of voting through remote e-voting in respect of the above Resolution is attached to this report and marked as '**Annexure B**'.



## SANJAY GROVER & ASSOCIATES

### 3. Payment of remuneration by way of commission to Non-Executive Independent Directors of the Company.

Particulars	Ordinary Resolution			Percentage
	Number of Valid Votes			
	Remote e-Voting	Postal Ballot	Total	
Assent	19,22,17,131	NA	19,22,17,131	99.6540
Dissent	6,67,429		6,67,429	0.3460
Total	19,28,84,560		19,28,84,560	100

The detailed break up of voting through remote e-voting in respect of the above Resolution is attached to this report and marked as '**Annexure C**'.

11. Based on the aforesaid results, the resolutions as mentioned above is deemed to have been passed on December 11, 2025, being the last date of remote e-voting for the Members of the Company.
12. The Register containing the details of remote e-voting relating to the Postal Ballot will be handed over to the Company Secretary of the Company, for preserving safely after the Chairman considers, approves, and signs the minutes of Postal Ballot.

Thanking You,

**For Sanjay Grover & Associates  
Company Secretaries**

Firm Registration No.: P2001DE052900

Peer Review Certificate No.: 6311/2024

  
**Kapil Dev Taneja**

Partner

CP No.: 22944 / Mem. No. F4019

UDIN: F004019G002411336

December 15, 2025

New Delhi



**Countersigned by**

**Sumit Goel**

Company Secretary & Compliance Officer

Schneider Electric Infrastructure Limited

Membership No.: FCS 6661

December 15, 2025

Gurugram

A detailed summary of the voting is given herein below:

<b>A. VOTING THROUGH REMOTE E-VOTING:</b>			
<b>Particulars</b>	<b>No. of e-voters</b>	<b>No. of Equity Shares</b>	<b>Paid-up value of the Equity Shares (In Rs.)</b>
a) Total votes received	594*	19,28,84,577	38,57,69,154
b) Less: Invalid votes	0	0	0
c) Net Valid votes cast	594*	19,28,84,577	38,57,69,154
d) Votes with assent for the resolution	465	18,97,32,241	37,94,64,482
e) Votes with dissent for the resolution	135	31,52,336	63,04,672

\*Six (6) members voted partially in favour of and partially against the resolution and accordingly, these six members are counted under both assent as well as dissent.



A detailed summary of the voting is given herein below:

<b>A. VOTING THROUGH REMOTE E-VOTING:</b>			
<b>Particulars</b>	<b>No. of e-voters</b>	<b>No. of Equity Shares</b>	<b>Paid-up value of the Equity Shares (In Rs.)</b>
a) Total votes received	594	19,28,84,577	38,57,69,154
b) Less: Invalid votes	0	0	0
c) Net Valid votes cast	594	19,28,84,577	38,57,69,154
d) Votes with assent for the resolution	557	19,28,22,136	38,56,44,272
e) Votes with dissent for the resolution	37	62,441	1,24,882





A detailed summary of the voting is given herein below:

<b>A. VOTING THROUGH REMOTE E-VOTING:</b>			
<b>Particulars</b>	<b>No. of e-voters</b>	<b>No. of Equity Shares</b>	<b>Paid-up value of the Equity Shares (In Rs.)</b>
a) Total votes received	592	19,28,84,560	38,57,69,120
b) Less: Invalid votes	0	0	0
c) Net Valid votes cast	592	19,28,84,560	38,57,69,120
d) Votes with assent for the resolution	525	19,22,17,131	38,44,34,262
e) Votes with dissent for the resolution	67	6,67,429	13,34,858



# Schneider Electric Infrastructure Limited

Voting Results of Postal Ballot	
Details of e-voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolution:	
Date of Postal Ballot	December 11, 2025
Total number of shareholders on Cut-off date i.e. November 07, 2025	1,10,992
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoter Group: Public:	NA
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	NA

1. <b>Special Resolution:</b> Appointment of Dr. Shalini Sarin (DIN: 06604529) as a Non-Executive Independent Director of the Company.								
Whether promoter/ promoter group are intersted in the Agenda/resolution							NO	
Category	Mode of Voting	No. of Shares held	No. of Valid 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
Promoters and Promoter Group	E-voting	17,93,28,026	17,93,28,026	100.0000	17,93,28,026	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		17,93,28,026	100.0000	17,93,28,026	-	100.0000	0.0000
Public-Institutions	E-voting	1,52,90,637	1,27,13,476	83.1455	96,73,623	30,39,853	76.0895	23.9105
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		1,27,13,476	83.1455	96,73,623	30,39,853	76.0895	23.9105
Public-Non Institutions	E-voting	4,44,85,372	8,43,075	1.8952	7,30,592	1,12,483	86.6580	13.3420
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		8,43,075	1.8952	7,30,592	1,12,483	86.6580	13.3420
Total		23,91,04,035	19,28,84,577	80.6697	18,97,32,241	31,52,336	98.3657	1.6343

2. <b>Special Resolution:</b> Appointment of Mr. Sundaram Damodarannair (DIN: 00016304) as a Non-Executive Independent Director of the Company.
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Whether promoter/ promoter group are intersted in the Agenda/resolution							NO	
Category	Mode of Voting	No. of Shares held	No. of Valid 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
Promoters and Promoter Group	E-voting	17,93,28,026	17,93,28,026	100.0000	17,93,28,026	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		17,93,28,026	100.0000	17,93,28,026	-	100.0000	0.0000
Public-Institutions	E-voting	1,52,90,637	1,27,13,476	83.1455	1,27,13,476	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		1,27,13,476	83.1455	1,27,13,476	-	100.0000	0.0000
Public-Non Institutions	E-voting	4,44,85,372	8,43,075	1.8952	7,80,634	62,441	92.5937	7.4063
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		8,43,075	1.8952	7,80,634	62,441	92.5937	7.4063
Total		23,91,04,035	19,28,84,577	80.6697	19,28,22,136	62,441	99.9676	0.0324

3. Ordinary Resolution: Payment of remuneration by way of commission to Non-Executive Independent Directors of the Company.

Whether promoter/ promoter group are intersted in the Agenda/resolution							NO	
Category	Mode of Voting	No. of Shares held	No. of Valid 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
Promoters and Promoter Group	E-voting	17,93,28,026	17,93,28,026	100.0000	17,93,28,026	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		17,93,28,026	100.0000	17,93,28,026	-	100.0000	0.0000
Public-Institutions	E-voting	1,52,90,637	1,27,13,476	83.1455	1,21,81,959	5,31,517	95.8193	4.1807
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		1,27,13,476	83.1455	1,21,81,959	5,31,517	95.8193	4.1807
Public-Non Institutions	E-voting	4,44,85,372	8,43,058	1.8951	7,07,146	1,35,912	83.8787	16.1213
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		8,43,058	1.8951	7,07,146	1,35,912	83.8787	16.1213
Total		23,91,04,035	19,28,84,560	80.6697	19,22,17,131	6,67,429	99.6540	0.3460

For Schneider Electric Infrastructure Limited

(Sumit Goel)  
Company Secretary & Compliance Officer