

## **SCRUTINIZER'S REPORT**

To,  
The CATALYST TRUSTEESHIP LIMITED,  
GDA House, Plot no. 85, Bhusari Colony (Right)  
Paud Road, Pune 411038.

The e-Voting process was conducted by the Catalyst Trusteeship Limited, Bond trustee of the non-convertible bonds bearing ISINs- **INE01E708016**, **INE01E708024**, **INE01E708032**, **INE01E708040** and **INE01E708057** issued by the Andhra Pradesh Capital Region Development Authority hereinafter referred as ("**Issuer**"), between Monday, 18<sup>th</sup> March, 2024 at 9.00 a.m. (IST) and Wednesday, 20<sup>th</sup> March, 2024 5.00 p.m. (IST). This report is issued as required under clause 59 of the SEBI (Listing Obligation and Disclosure Requirements), 2015.

Dear Sir,

I, CS Hrishikesh Wagh, Designated Partner of M/s. KANJ & Co. LLP, Practicing Company Secretaries, Pune, was appointed as Scrutinizer for the purpose of the e-Voting process carried out, in respect of the voting to be done by Bond trustee of the non-convertible bonds bearing ISINs- **INE01E708016**, **INE01E708024**, **INE01E708032**, **INE01E708040** and **INE01E708057** issued by the Andhra Pradesh Capital Region Development Authority, submit my report as under:

1. After the time fixed for closing of the e-Voting by Catalyst, a final electronic report of the whole process was generated using the access and authorizations given to me by M/s. LinkStar Infosys Private Limited (Linkstar).
2. The final report generated was tabulated by me. The whole data regarding the Bond holders who had voted electronically was reconciled as per the data available on the website of LinkStar Infosys Private Limited, i.e. [www.evotingforibc.com](http://www.evotingforibc.com).
3. The management of the Company is responsible to ensure the compliance with requirements of the Companies Act, 2013 read with rules made thereunder and SEBI regulations in respect of the resolution contained in the e-voting notice. My responsibility as a scrutinizer is restricted to tabulate the data downloaded from the Linkstar portal and made available to me by Linkstar and preparation of the Scrutinizer's report in respect of the same.

4. As per Regulation 59(2)(b) of the SEBI (Listing Obligation and Disclosure Requirements), 2015, **“the approval of the holders of not less than three-fourths, by value of holders of that class of securities”** is required.
5. The result of the consolidated e-voting is as under:

**Resolution no. 01**

**“RESOLVED THAT** pursuant to applicable provisions under Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the consent of the bond holder is hereby accorded to amend the existing Information Memorandum and any other transaction documents as per the link for proposed amendment given in Notice.

**RESOLVED FURTHER THAT** the bond holders be and hereby authorized the Issuer and its Representative and Bond Trustee and its Authorised Representative to do such acts, things, deeds and matters as may be necessary or expedient to give effect to the aforesaid resolution and take necessary steps to give effect to the amendments but not limited to filing of necessary statutory documents with statutory authorities”.

**Bond Trust Deed dated 13<sup>th</sup> August, 2018**

**A. CONSOLIDATED VOTING WITH ALL THE ISIN:**

- (i) Voted in favour of the resolution:

Total number of e-votes cast	Amount in value of votes cast	% of total number of valid votes cast
94	2,15,47,00,000	11.97%

- (ii) Voted against the resolution:

Total number of e-votes cast	Amount in value of votes cast	% of total number of valid votes cast
7	21,89,00,000	1.22%

(iii) Abstained from Voting:

Total number of e-votes cast	Amount in value of votes cast	% of total number of valid votes cast
0	0	0

**Note: Total 8,412 bond holders having 15,62,64,00,000 votes totalling to a percentage of 86.81% have not voted for the resolution (absent for the resolution).**

**Accordingly, the resolution has not been passed with requisite majority of three- fourth value of holders of that class of securities.**

**B. VOTING RESULTS CONSIDERING INDIVIDUALS ISIN:**

**1. ISIN: INE01E708016**

(i) Voted in favour of the resolution:

Total number of e-votes cast	Amount in value of votes cast	% of total number of valid votes cast
9	11,19,00,000	5.6%

(ii) Voted against the resolution:

Total number of e-votes cast	Amount in value of votes cast	% of total number of valid votes cast
3	21,49,00,000	10.74%

(iii) Abstained from Voting:

Total number of e-votes cast	Amount in value of votes cast	% of total number of valid votes cast
0	0	0

**Note: Total 791 bond holders having 1,67,32,00,000 votes totalling to a percentage 83.66% have not voted for the resolution (absent for the resolution).**

**2. ISIN: INE01E708024**

(i) Voted in favour of the resolution:

Total number of e-votes cast	Amount in value of votes cast	% of total number of valid votes cast
27	49,86,00,000	12.46%

(ii) Voted against the resolution:

Total number of e-votes cast	Amount in value of votes cast	% of total number of valid votes cast
2	22,00,000	0.06%

(iii) Abstained from Voting:

Total number of e-votes cast	Amount in value of votes cast	% of total number of valid votes cast
0	0	0

**Note: Total 1,749 bond holders having 3,49,92,00,000 votes totalling to a percentage 87.48% have not voted for the resolution (absent for the resolution).**

### 3. ISIN: INE01E708032

(i) Voted in favour of the resolution:

Total number of e-votes cast	Amount in value of votes cast	% of total number of valid votes cast
23	27,42,00,000	6.86%

(ii) Voted against the resolution:

Total number of e-votes cast	Amount in value of votes cast	% of total number of valid votes cast
2	18,00,000	0.04%

(iii) Abstained from Voting:

Total number of e-votes cast	Amount in value of votes cast	% of total number of valid votes cast
0	0	0

**Note: Total 2,939 bond holders having 3,72,40,00,000 votes totalling to a percentage 93.1% have not voted for the resolution (absent for the resolution).**

### 4. ISIN: INE01E708040

(i) Voted in favour of the resolution:

Total number of e-votes cast	Amount in value of votes cast	% of total number of valid votes cast
23	46,12,00,000	11.53%

(ii) Voted against the resolution:

Total number of e-votes cast	Amount in value of votes cast	% of total number of valid votes cast
0	0	0%

(iii) Abstained from Voting:

Total number of e-votes cast	Amount in value of votes cast	% of total number of valid votes cast
0	0	0%

**Note: Total 1,752 bond holders having 3,53,88,00,000 votes totalling to a percentage 88.47% have not voted for the resolution (absent for the resolution).**

## 5. ISIN: INE01E708057

(i) Voted in favour of the resolution:

Total number of e-votes cast	Amount in value of votes cast	% of total number of valid votes cast
12	80,88,00,000	20.22%

(ii) Voted against the resolution:

Total number of e-votes cast	Amount in value of votes cast	% of total number of valid votes cast
0	0	0

(iii) Abstained from Voting:

Total number of e-votes cast	Amount in value of votes cast	% of total number of valid votes cast
0	0	0

**Note: Total 1,181 bond holders having 3,19,12,00,000 votes totalling to a percentage 79.78% have not voted for the resolution (absent for the resolution).**

**Accordingly, the resolution has not been passed with requisite majority of three- fourth value of holders of that class of securities.**

Excel sheet containing a list of Bond holders along with their voting results voted "FOR", "AGAINST", "ABSTAINED" and "ABSENT" for each resolution series wise is being shared separately.

Thanking You.  
Yours faithfully,

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Hrishikesh Wagh  
Designated Partner  
KANJ & Co. LLP  
Company Secretaries, Pune  
FCS - 7993, CP No.9023  
UDIN: F007993E003616444

\_\_\_\_\_  
Authorised Signatory

Place: Pune  
Date: 21.03.2024