

SEIL/Sec./SE/20-21/09

June 23, 2020

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

Dear Sir(s),

Sub: Outcome of Postal Ballot (E-voting) Result as per Regulation 44 (3) of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

This is in furtherance to our letter no. SEIL/Sec./SE/20-21/05 dated May 22, 2020 regarding submission of the Notice of Postal Ballot dated May 15, 2020.

We submit that the Special Resolution as embodied in the Postal Ballot Notice dated May 15, 2020 has been passed by the members with requisite majority. The aforesaid resolution is deemed to have been passed on the last date of e-voting i.e. on Sunday, June 21, 2020.

In this regard, please find enclosed the following:

1. Voting results as required under Regulation 44(3) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), as **Annexure – I**.
2. Scrutinizer's Report dated June 22, 2020, for remote e-voting, pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as **Annexure – II**.

The result along with the Scrutinizer's Report(s) will also be available at the website of the Company.

We request you to kindly take the same on your record.

Thanking you,

Yours Sincerely,
For Schneider Electric Infrastructure Limited

Bhumika Sood
Company Secretary & Compliance Officer

Encl: As above

CC:
National Securities Depository Limited
4th Floor, A wing, Trade World,
Kamala Mills Compound
Senapati Bapat Marg, Lower Parel
Mumbai – 400 013

Central Depository Services (India) Ltd.
25th Floor, Marathon Futurex,
N M Joshi Marg, Lower Parel (East),
Mumbai - 400013

Name of the Company	Schneider Electric Infrastructure Limited							
Record Date for Postal Ballot	May 15, 2020							
Total number of shareholders on record date	49333							
Date of Postal Ballot Notice	May 15, 2020							
Date of Declaration of Results	June 23, 2020							
No. of Shareholders voted through e-voting or through physical ballot :								
Promoters and Promoter Group	2							
Public - Institution	2							
Public - Non Institution	187							
Resolution No : 1 - To increase borrowing powers of the board and set authorization limit to secure the borrowings under Section 180(1)(c) and 180(1)(a) of the Companies, Act, 2013.								
Resolution required (Ordinary/ Special)	Special							
Whether Promoter/ Promoter group are interested in the agenda/ resolution ?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	179328026	179328026	100.0000	179328026	0	100.0000	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		179328026	179328026	100.0000	179328026	0	100.0000
Public - Institutions	E-Voting	24157122	260129	1.0768	175000	85129	67.2743	32.7257
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		24157122	260129	1.0768	175000	85129	67.2743
Public -Non Institutions	E-Voting	35618887	71775	0.2015	67479	4296	94.0146	5.9854
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		35618887	71775	0.2015	67479	4296	94.0146
Total		239104035	179659930	75.1388	179570505	89425	99.9502	0.0498
Details of invalid votes								
	Category	No of Votes						
	Promoter and Promoter Group	0						
	Public Institutions	0						
	Public Non Institutions	0						
						Sd/-		
						Bhumika Sood		
						Company Secretary & Compliance Officer		



MNK AND ASSOCIATES LLP

Company Secretaries

G-41, Ground Floor, West Patel Nagar, New Delhi - 110008

Tel: +91-11-45095230; Mobile: +91-9818156340; Email: nazim@mnkassociates.com

Scrutinizer's Report on Postal Ballot e-voting)

The Chairman

M/s Schneider Electric Infrastructure Limited

Milestone 87, Vadodara Halol Highway, Village Kotambi

Post Office Jarod Vadodara-391510 Gujrat, India

Dear Sir,

1. The Board of Directors of Schneider Electric Infrastructure Limited (hereinafter referred to as “the Company”) has appointed Mohd Nazim Khan, Practicing Company Secretary (FCS No. 6529, CP No. 8245) from M/s MNK and Associates LLP, Company Secretaries, as the Scrutinizer by way of Resolution passed at Board meeting held on April 29, 2020 for the purpose of conducting postal ballot e-voting for following resolution as mentioned in the Postal Ballot Notice dated May 15, 2020:
 - 1.1. **Special Resolution for Increasing borrowing powers of the board and set authorization limit to secure the borrowings under Section 180(1)(c) and 180(1)(a) of the Companies, Act, 2013.**
2. I submit my report as under:
 - 2.1. In view of the current extraordinary circumstances, due to non-availability of postal and courier services, on account of threat posed by COVID-19 pandemic situation and in accordance with General Circular No. 14/2020 dated April 8, 2020 and the General Circular No. 17/2020 dated April 13, 2020 issued by Ministry of Corporate Affairs, Government of India (hereinafter referred to as “the MCA Circular”), the Company has sent the Postal Ballot Notice in electronic form only and expressed its inability to dispatch hard copy of Postal Ballot Notice along with Postal Ballot Form and pre-paid business reply envelope to the shareholders for this Postal Ballot. Accordingly, the communication of the assent or dissent of the members took place through the remote e-voting system only.
 - 2.2. On May 22, 2020, the Company has completed the dispatch of Postal Ballot Notice electronically to those shareholders who have registered email id with their depositories and whose names appear on the Register of Members/records of Depositories as at the close of business hours on Friday, May 15, 2020 i.e. the cut-off date.
 - 2.3. The Company engaged National Securities Depository Limited (hereinafter referred to as “NSDL”) for facilitating e-voting to enable the members to cast their votes electronically (hereinafter referred to as the “Remote e-voting”). The e- voting commenced on Saturday, May 23, 2020 at 9.00 A.M. (IST) and ended on Sunday, June 21, 2020 at 5.00 PM (IST). The votes received electronically from the Shareholders till Sunday, June 21, 2020 up to 5:00 PM (IST), being the last date and time fixed by the Company for postal ballot were considered for my scrutiny.

- 2.4. Particulars of all electronic votes received from the Members have been entered in an electronic register separately maintained for the purpose.
- 2.5. Total 191 Shareholders have voted during this postal ballot event out of which all 191 shareholders voted through e-voting.
- 2.6. The votes cast under e-voting were unblocked at New Delhi on Sunday, June 21, 2020 by Mohd Nazim Khan, Scrutinizer and at the time of unblocking, none was present because of Covid-19. Mohd Nazim Khan is not the employee of the Company.
- 2.7. The Postal Ballot electronic votes were duly scrutinized and the shareholding was matched /confirmed with the Register of members of the Company as on Friday, May 15, 2020, (Cut-off date) provided by CB Management Services(P) Limited, the Registrar and Share Transfer Agent of the Company.
- 2.8. The soft copy of list of equity shareholders who voted “FOR” and “AGAINST” and those whose votes were declared Invalid/Abstain/Less Voted for resolution are shared with the Company vide email dated June 22, 2020.
3. A summary of the e-voting received is given below:

Item No. 1: Special Resolution for Increasing borrowing powers of the board and set authorization limit to secure the borrowings under Section 180(1)(c) and 180(1)(a) of the Companies, Act, 2013.

(i) Voted in favour of the Resolution:

Particulars	Number of members voted	Number of votes casted	% of total numbers of valid votes cast
Remote E-voting	166	179,570,505	99.95
Physical Postal Ballot	0	0	0
Total	166	179,570,505	99.95

(ii) Voted against the Resolution:

Particulars	Number of members voted	Number of votes casted	% of total numbers of valid votes cast
Remote E-voting	25	89,425	0.05
Physical Postal Ballot	0	0	0
Total	25	89,425	0.05

(iii) Invalid/abstained votes/Less Voted:

Particulars	Number of members voted	Number of votes cast by them (Shares)
Remote E-voting	0	0
Physical Postal Ballot	0	0
Total	0	0

MOHD NAZIM KHAN

Digitally signed by MOHD NAZIM KHAN
DN: cn=MOHD NAZIM KHAN, o=MOHD NAZIM KHAN, ou=MOHD NAZIM KHAN, email=MOHD NAZIM KHAN@MOHD NAZIM KHAN.COM, c=IN, serial=15852, version=1
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4. Resolution stands passed on Postal ballot e-voting with requisite majority.
5. You may accordingly declare the result of the voting by Postal Ballot e-voting.

Thanking you,

For MNK and Associates LLP
Company Secretaries
FRN: L2018DE004900

MOHD
NAZIM KHAN

Digitally signed by MOHD NAZIM KHAN
DN: c=IN, o=Personal,
2.5.4.20=af25e7010399541f96d4180dec05
611b116dc0f41c96f1c3a25e6d51ae9a76,
postalCode=110005, st=DELHI,
serialNumber=bc16e6e90a9d5d48c5b3
1d0c32aa27408c4cc0c5589f79f642c880
ca, cn=MOHD NAZIM KHAN
Date: 2020.06.22 22:19:29 +05'30'

Mohd Nazim Khan
Scrutinizer
FCS – 6529, CP –8245
UDIN: F006529B000364581

Date: 22.06.2020
Place: New Delhi

Sd/-

Countersigned by Chairman/Person Authorised by the Chairman
Bhumika Sood
Company Secretary & Compliance Officer