

27.09.2022

To,

Sri. Suhas Shivanna IAS  
Managing Director  
Cochin International Airport Limited  
Room No 35, 4<sup>th</sup> Floor, GCDA Commercial Complex,  
Marine Drive, Cochin, Ernakulam - 682031

Sir,

**Sub: Report of the Scrutinizer on Remote Electronic Voting and Electronic Voting during the Annual General Meeting**

I, CS Vincent P.D., Company Secretary in Practice, holding Membership Number: FCS – 3067 and Certificate of Practice Number – 7940, Managing Partner, SVJS & Associates, Company Secretaries, 65/2364 A, Ponoth Road, Kaloor, Kochi, Ernakulam, Kerala- 682017 have been appointed by the Board of Directors of **COCHIN INTERNATIONAL AIRPORT LIMITED (CIN: U63033KL1994PLC007803)** having Registered Office at Room No 35, 4<sup>th</sup> Floor, GCDA Commercial Complex, Marine Drive, Cochin, Ernakulam - 682031, as the Scrutinizer for the Electronic Voting in connection with resolutions included in the notice calling the 28<sup>th</sup> Annual General Meeting of the shareholders of the Company held on Monday, the 26<sup>th</sup> day of September 2022 at 11.00 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

The Company has appointed Central Depository Services (India) Limited (CDSL), as the Service Provider, for extending the facility for the Electronic Voting to the shareholders of the Company. M/s. S.K.D.C. Consultants Limited, Coimbatore is the Registrar and Share Transfer Agent of the Company.

As the Scrutinizer, I report that in compliance of the provisions of Rule 20 (4) (vi) of the Companies (Management and Administration) Rules 2014, as amended, the above Remote Electronic Voting remained open to the members from Thursday, the 22<sup>nd</sup> day of September, 2022 at 9.00 A.M to Sunday, the 25<sup>th</sup> day of September, 2022 at 5.00 P.M. Further the Remote E-Voting period was completed on the date preceding the date of Annual General Meeting.

At the Annual General Meeting, the Company facilitated the members present in meeting through VC/OAVM facility and have not cast their votes through Remote E-voting facility to cast their vote through E-voting facility provided during the Annual General Meeting in compliance with the provisions of Rule 20 (4) (viii) of the Companies (Management and Administration) Rules, 2014, as amended.

On completion of the E-Voting, in compliance of the provisions of Rule 20 (4) (viii) and (xii) of the Companies (Management and Administration) Rules 2014, as amended, I have unblocked the votes on Monday, the 26<sup>th</sup> day of September 2022.

**The following is the summary of e-voting result:**

Res olut ion No.	Subject Matter of Resolution	Total No. of shares through E- voting	ASSENT / IN FAVOUR OF			DISSENT / AGAINST	
			No. of Votes through E- voting	% of votes in favour on votes throug h E- voting	% of Paid Up Capital	No. of Votes through E-voting	% of votes again st on votes throug h E- votin g
<b>ORDINARY BUSINESS (Ordinary Resolution)</b>							
<b>1</b>	To receive, consider and adopt Audited Financial Statements (including the Consolidated financial statements) of the Company for the year ended March 31, 2022 together with the Report of the Board of Directors and Independent Auditors report thereon	183,878,439	183,878,439	100%	48.06	0	0%
<b>2</b>	To appoint a Director in the place of Sri. E.M. Babu (DIN: 00788889) who retires by rotation and being eligible, offers himself for re-appointment	183,878,439	183,871,435	100%	48.06	7,004	0%
<b>3</b>	To appoint a Director in the place of Sri. N.V. George (DIN: 00278319) who retires by rotation and being eligible, offers himself for re-appointment	183,878,439	183,871,435	100%	48.06	7,004	0%

<b>ORDINARY BUSINESS (Special Resolution)</b>							
<b>4</b>	To re-appoint M/s. Krishnamoorthy & Krishnamoorthy, Chartered Accountants, Ernakulam (Firm Registration No.: 001488S) as Statutory Auditors of the Company and fixation of remuneration	183,876,538	183,876,538	100%	48.06	0	0%
<b>SPECIAL BUSINESS (Ordinary Resolution)</b>							
<b>5</b>	To increase the authorized share capital of the Company from Rs.400 crores to Rs.500 crores.	183,878,387	183,878,387	100%	48.06	0	0%
<b>SPECIAL BUSINESS (Special Resolution)</b>							
<b>6</b>	To alter the existing Clause V of the Memorandum of Association of the Company	183,878,387	183,878,336	100%	48.06	51	0%
<b>7</b>	To alter the existing Article 3 of Article of Association of the Company.	183,878,387	183,878,336	100%	48.06	51	0%
<b>SPECIAL BUSINESS (Ordinary Resolution)</b>							
<b>8</b>	To appoint Sri. E.K Bharat Bhushan (DIN 01124966), additional director as Director (Independent Director) of the Company to hold office for a term of 3 years upto the conclusion of the Annual General Meeting to be held in the year 2025.	183,878,387	183,878,333	100%	48.06	54	0%
<b>9</b>	To appoint Smt. Aruna Sundararajan (DIN 03523267), additional director as Director (Independent Director) of the Company to hold office for a term of 3 years upto the conclusion of the Annual General Meeting to be held in the year 2025.	183,876,486	183,875,486	100%	48.06	1000	0%
<b>10</b>	To appoint Sri. S Suhas IAS (DIN 08540981), as Managing Director of the Company, for a period of three years, with effect from 10th June 2022.	183,878,439	183,878,334	100%	48.06	105	0%

<b>SPECIAL BUSINESS (Special Resolution)</b>							
<b>11</b>	To approve the Managerial Remuneration paid to Sri. V.J.Kurian, former Managing Director of the Company for the period upto 09th June 2021	183,878,387	183,874,237	100%	48.06	4,150	0%
<b>SPECIAL BUSINESS (Ordinary Resolution)</b>							
<b>12</b>	Ratification of remuneration to M/s. BBS & Associates, Cost Accountants, Ernakulam (ICAI Firm Registration No.: 00273) for the Financial Year ending 31 <sup>st</sup> March 2023	183,878,387	183,874,387	100%	48.06	4,000	0%

All resolutions stand passed under E-voting as Ordinary resolutions and Special Resolution (where applicable) with requisite majority as specified under the Companies Act, 2013.

Thank you

Yours faithfully

**Peer Review Certificate No.648 /2019**  
**UDIN: F003067D001042701**

**For SVJS & Associates**  
**Company Secretaries**

**Vincent P.D.**  
**Managing Partner**  
**M No.3067, CoP No.7940.**