SHRADHA INFRAPROJECTS LIMITED

SHRADHA
Infraprojects (Nagpur) Limited

[Formerly known as Shradha Infraprojects (Nagpur) Limited]
CIN: L45200MH1997PLC110971
Registered Office: Shradha House, Near Shri Mohini Complex, Kingsway, Block No F/8, Nagpur 440001, Maharashtra, India
Email-id: investorinfo@shradhainfra.in, **Phone No.:** 0712-6617181, **Website:** www.shradhainfra.in

Through Online Filing
Ref No: SINL/CS/75

Date: August 14, 2019

To,
The Manager - Listing Department,
SME Platform – NSE EMERGE
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block –G,
Bandra Kurla Complex, Bandra (East),
Mumbai- 400051

Symbol: SHRADHA (Series: SM) *ISIN: INE 715 Y 01015*

Subject: **Minutes of the Extra-Ordinary General Meeting held on August 9, 2019**

Dear Sir / Madam,

We enclosed herewith the copy of the Minutes of Extra-Ordinary General Meeting of the Company held on August 09, 2019 at 11.30 a.m. at its registered office situated at Shradha House, Near Shri Mohini Complex, Kingsway, Block No F/8, Nagpur - 440001, Maharashtra, India.

You are requested to kindly take the same on your record.

Thanking you,

Yours faithfully,

For SHRADHA INFRAPROJECTS LIMITED
[Formerly known as Shradha Infraprojects (Nagpur) Limited]

K.S. Shrimankar

Komal Shrimankar
Company Secretary & Compliance Officer

SHRADHA INFRAPROJECTS LIMITED

MINUTES OF THE EXTRA-ORDINARY GENERAL MEETING (EGM) OF THE MEMBERS OF SHRADHA INFRAPROJECTS LIMITED [FORMERLY KNOWN AS SHRADHA INFRAPROJECTS (NAGPUR) LIMITED] HELD ON FRIDAY, AUGUST 09, 2019 AT 11.30 A.M. AT ITS REGISTERED OFFICE SITUATED AT SHRADHA HOUSE, NEAR SHRI MOHINI COMPLEX, KINGSWAY, BLOCK NO F/8, NAGPUR - 440001, MAHARASHTRA, INDIA.

NAME OF THE COMPANY	:	SHRADHA INFRAPROJECTS LIMITED
TPYE OF THE MEETING	:	EXTRA - ORDINARY GENERAL MEETING OF THE MEMBERS OF THE COMPANY
DAY & DATE OF THE MEETING	:	FRIDAY, AUGUST 09, 2019
TIME OF COMMENCEMENT OF THE MEETING	:	11.30 A.M.
VENUE OF THE MEETING	:	SHRADHA HOUSE, NEAR SHRI MOHINI COMPLEX, KINGSWAY, BLOCK NO F/8, NAGPUR - 440001, MAHARASHTRA, INDIA.

PRESENT (IN PERSON):
Members of Board of Directors:

Mrs. Mragna Anunay Gupta	:	Chairperson and Non-Executive, Non-Independent Director

IN ATTENDANCE:

Ms. Komal Shrimankar	:	Company Secretary & Compliance Officer
CA Yogesh Kanojiya (Proprietor of M/s Y.N. Kanojiya & Co. Chartered Accountant in practice)	:	Scrutinizer

In aggregate, 7 (Seven) members were present in person and 5 (Five) Members were represented by their authorized representatives.

Mragna

CHAIRMAN'S INITIALS

1. **CHAIRPERSON OF THE MEETING:**

Mrs. Mragna Gupta, Chairperson of the Board of the Company presided over the meeting.

The Chairperson formally extended a very warm welcome to all the Members to the Extra -Ordinary General Meeting of the Company.

2. **QUORUM:**

The quorum as required under the Companies Act, 2013, being present, the Chairperson called the meeting to order.

At the direction of the Chairperson, Ms. Komal Shrimankar, Company Secretary of the Company informed the Shareholders that Mr. Sunil Raisoni, Managing Director, Mrs. Tripti Kochar and Ravindra Singh Singhvi, Independent Directors of the Company could not attend the meeting as they were pre-occupied and have expressed their inability to attend the meeting.

After ascertaining that the requisite quorum for the meeting was present, the Chairperson declared the meeting open. The requisite quorum was present while transacting the business.

3. **NOTICE OF THE MEETING:**

With the consent of the Member's present, the Notice convening the Extra Ordinary General Meeting of the Company was taken as read. The Chairperson informed the members that all the necessary statutory Registers were available for inspection, if so required by the members.

4. **REMOTE E-VOTING AND VOTING THROUGH POLLING PAPER:**

The Chairperson informed the Members that in compliance with the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('the Listing Regulations'), the Company has provided to the Members the facility to cast their vote through remote e-voting in respect of special business to be transacted at the Extra-Ordinary General Meeting. The e-voting commenced on Tuesday, August 6, 2019 (10:00 a.m.) and ended on Thursday, August 8, 2019 (5:00 P.M.). Further, the Chairperson informed the Members that the facility of voting through polling paper is also made available at the venue of the Meeting for Members who have not cast their vote through the remote e-voting.

Mragna

CHAIRMAN'S INITIALS

The Chairperson informed the Members, that the Board of Directors appointed CA Yogesh Kanojiya, proprietor, M/s. Y. N. Kanojiya & Co., Chartered Accountants, Nagpur (ICAI Membership No. 143126), as the Scrutinizer to scrutinize the remote e-voting process as well as the voting through polling paper to be conducted at the venue of the EGM.

The Chairperson further informed the Members that the consolidated results of the voting be declared within 48 hours of the conclusion of the EGM upon receipt of the Scrutinizer's Report.

The Consolidated Scrutinizer's Report on remote e-voting and voting conducted at the venue of the EGM would be available at the Registered Office of the Company.

5. Based on Consolidated Scrutinizer Report dated August 10, 2019 on the remote e-voting as well as on voting through polling paper at the venue of the Extra-Ordinary General Meeting, the Chairperson announced the results of the voting on August 10, 2019 that the resolution for Special Business as set out at item No. 1 in the Notice of the Extra-Ordinary General Meeting of the Company have been duly passed unanimously.

The details of the same are as under:

BUSINESS AS PER NOTICE:

The Chairperson thereafter proceeded with the business to be transacted at the meeting.

SPECIAL BUSINESS:

ITEM NO. 1:

AMENDMENT TO THE OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY:

TYPE OF RESOLUTION: SPECIAL RESOLUTION

Ms. Preeti Pacheriwala, Shareholder of the Company proposed the following Special Resolution, which was seconded by Mr. Nitesh Sanklecha, Shareholder of the Company:

"RESOLVED THAT pursuant to provisions of Sections 4, 13, 15 read with the Companies (Management & Administration) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), including any statutory modification or re-enactment thereof for the time being in force, and subject to necessary approvals as may be

CHAIRMAN'S INITIALS

required in this regard from appropriate authorities and subject to such terms and conditions as may be imposed by them, the consent of the members be and is hereby accorded for alteration of Main object clause of the Memorandum of Association of the Company and the altered new main object is mentioned as below:

CLAUSE III (A):

MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:

1. **To undertake the business of Builders, Engineers General Construction, Civil Contractors, Design Engineers, Turnkey Contractors, Real Estates and all other Engineering work and act as consultants, Advisors in areas of Engineering and to sale, purchase or otherwise or advertise for sale, purchase or assist in selling, purchasing and find or introduce purchaser or vendors to manage land, building and other immovable or movable property whether belonging to the Company or not and to buy, sale, acquire or transfer development rights and to let any portion of any immovable property for trade or business or other private or public purposes and to supply to tenants and occupiers and to collect rents and generate other income and to own, hold, occupy, manage, control, construct, erect, alter, develop, pull down improve, repair, renovate, work, build, plan, lay out sell, transfer, mortgage, charge, assign, let out, hire, sub-let, sublease, all types of lands, plots, buildings, hereditament, bungalows, flats, warehouses assets and properties, moveable or immovable freehold or lease-hold of whatever nature and description and where ever situate and to deal, sale, manage, lease operate and run the infrastructure projects including housing, roads, highways, flyovers, bridges, ports, dams, water supply projects, irrigation projects, water treatment systems, underground drainage systems, solid waste management systems, sanitation and sewerage systems or any other public facilities of a similar nature as the Company may deem fit on the basis of Build-Operate-Transfer (BOT), Build-Own-Operate-Transfer (BOOT), Build-Own-Lease- Transfer (BOLT) or such other methods for the purposes of carrying out the objects of the Company and to enter into manage, undertake, buy, sell, carry on and engaged in the of Real Estate Development, Land Development and deal in immovable property of any tenure and any interest therein either independently or jointly in partnership, joint venture or on agency or sub contracts basis.

RESOLVED FURTHER THAT the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or

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CHAIRMAN'S INITIALS

desirable in this regard for the purpose of giving effect to this resolution(s)."

Combined results of votes are as under:

Particulars		No. of Shares held	Votes Cast			
			For	%	Against	%
Promoter and Promoter Group	E-voting	6938568	6938568	100.00	0	0.00
	Poll	6938568	00	00.00	0	0.00
	Total (A)	**6938568**	**6938568**	**100.00**	**0**	**0.00**
Public - Non Institutions	E-voting	2704000	652000	24.11	0	0.00
	Poll	2704000	8000	0.30	0	0.00
	Total (B)	**2704000**	**660000**	**24.41**	**0**	**0.00**
TOTAL (A+B)		**9642568**	**7598568**	**78.80**	**0**	**0.00**

The Special Resolution as set out at Item No 1 in the Notice of the Extra-Ordinary General Meeting, duly passed/approved by the Members unanimously.

VOTE OF THANKS:

The Chairperson thereafter declared the meeting closed, which concluded with a vote of thanks to the Chair.

TIME OF CONCLUSION: 12:30 P.M.

DATE OF ENTRY: 12/08/2019

DATE OF SIGNING: 14/08/2019

PLACE: NAGPUR

Mragna

MRAGNA GUPTA
CHAIRPERSON