MINUTES OF AN EXTRA-ORDINARY GENERAL MEETING (EGM) OF THE MEMBERS OF SHRADHA INFRAPROJECTS LIMITED HELD ON THURSDAY, 11 MARCH, 2021 AT 03.30 P.M. AT ITS REGISTERED OFFICE SITUATED AT SHRADHA HOUSE, NEAR SHRI MOHINI COMPLEX, KINGSWAY, BLOCK NO F/8, NAGPUR - 440001, MAHARASHTRA THROUGH VIDEO CONFERENCING ('VC') / OTHER AUDIO VISUAL MEANS ('OAVM') FACILITY

Name of the Company	:	Shradha Infraprojects Limited
Type of the Meeting	:	Extra-Ordinary General Meeting
Day & Date of the Meeting	:	Thursday, 11 March, 2021
Time of Commencement of the Meeting	:	03.30 p.m.
Venue of the Meeting	:	Shradha House, Near Shri Mohini Complex, Kingsway, Block No F/8, Nagpur - 440001
Mode of Meeting	:	Through Video Conferencing (VC) / Other Audio Visual Means (OAVM)

PRESENT

Board of Directors:

Mr. Nitesh Sanklecha	:	Chairman, Managing Director & Member
Mr. Shreyas Sunil Raisoni	:	Whole time Director
Mrs. Mragna Anunay Gupta	:	Non-Executive Director
Mr. Ravindra Singh Singhvi	:	Independent Director
Ms. Asha Sampath	:	Independent Director
Mr. Satish Wate	:	Independent Director

IN ATTENDANCE:

Ms. Komal Shrimankar	:	Company Secretary & Compliance Officer

In aggregate, 9 (Nine) Members attended the meeting through Video Conferencing.

1. Anita Ajay Kadam : Member

Sanklecha

2. Vinod Mohite	:	Member
3. Sandeepkumar Sahu	:	Member
4. Ashwin Anand Pande	:	Member
5. Sunil Surana	:	Member
6. Preeti Pacheriwala	:	Member
7. Prakash Khubchand Jain	:	Member
8. Rishabh Surana	:	Member
9. Shilpa Maloo	:	Member

1. CHAIRMAN OF THE MEETING:

Mr. Nitesh Sanklecha, Managing Director of the Company took the chair and presided over the meeting.

2. QUORUM:

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

After ascertaining that the requisite quorum for the meeting was present, the Chairman 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 an Extra-Ordinary General Meeting of the Company was taken as read. The Chairman 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 AT THE TIME OF EGM:

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 its Members the facility to exercise their right to vote through the remote e-voting platform offered by Central Depository Services (India) Limited (CDSL) in respect of special business to be transacted at an Extra-Ordinary General Meeting, and in this regard the Company had appointed CA Yogesh Kanojiya, proprietor of 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 conducted at the time of the EGM.

The e-voting commenced on Monday, 08 March 2021 (10:00 a.m.) and ended on Wednesday, 10 March 2021 (05:00 p.m.).

The resolution as mentioned in the notice convening the EGM had been already put to vote through remote e-voting. The Members were informed that those who held shares of the Company as on the cut-off date (i.e. 03 March 2021), were present at the EGM and had not voted through remote e-voting could vote. The facility for e-voting / voting through Ballot is available at the EGM for the members who are present and did not cast their votes through remote e-voting. The members were informed that who have already casted their vote through remote e-voting not to cast their vote again in the EGM as their vote will be treated as invalid.

The consolidated results of the voting declared within 48 hours of the conclusion of EGM upon receipt of the Scrutinizer's Report.

The Consolidated Scrutinizer's Report on remote e-voting and voting conducted at the time of the EGM are available at the website of the Company and the stock exchanges.

5. Based on **Consolidated Scrutinizer's Report** dated 12 March 2021 on the remote e-voting as well as on voting conducted at the time of the EGM, the Managing Director announced the results of the voting on 12 March 2021 that **the resolution for Special Business as set in the Notice of an 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 Chairman thereafter proceeded with the business to be transacted at the meeting.

SPECIAL BUSINESS:

1. APPROVAL FOR MATERIAL RELATED PARTY TRANSACTION(S):

TYPE OF RESOLUTION: ORDINARY RESOLUTION

"**RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended till date, Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and the Company's policy on materiality of Related Party transaction(s), approval of Shareholders be and is hereby accorded to the Board of Directors of the Company to enter into contract(s) / arrangement(s)/ transaction(s) with Active Infrastructures Private Limited, a related party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the (Listing Obligations and Disclosure Requirement) Regulations, 2015 on such term(s) and condition(s) as the Board of Directors may deem fit, up to a maximum aggregate value of Rs. 50.00 Crores (Rupees Fifty Crore Only) for a term of Five (5) years upto the financial year 2024-25, provided that the said contract(s)/ arrangement(s)/ transaction(s) so carried out shall be at arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform or cause to be done or proposed all such acts, deeds, matters and things, as may be required or deemed necessary or incidental thereto and to settle and finalize all issues that may arise in this regard, without further referring to the Members of the Company, including without limitation, negotiating, finalizing and executing necessary agreements and such other documents as may be deemed necessary or expedient in its own discretion and in the best interest of the Company.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in any of the foregoing resolution are hereby approved ratified and confirmed in all respect.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to delegate all or any of the powers conferred on it by or under this resolution to any Committee of Directors of the Company and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution."

6. VOTE OF THANKS:

There being no other business, the Meeting concluded at 03:50 p.m. with a vote of thanks to the Chair.

VOTING RESULT:

The Managing Director declared the results of voting on Friday, March 12, 2021 on the basis of the Consolidated Scrutinizer's Report of voting (i.e.

Remote e-voting / Poll / E-Voting at the EGM) submitted by the Scrutinizer, CA Yogesh Kanojiya, proprietor of M/s. Y. N. Kanojiya & Co., Chartered Accountants, Nagpur (ICAI Membership No. 143126).

THE CONSOLIDATED RESULTS AS PER THE SCRUTINIZERS' (CA YOGESH KANOJIYA, PROPRIETOR OF M/S. Y. N. KANOJIYA & CO., CHARTERED ACCOUNTANTS) REPORT DATED 12 MARCH 2021 ARE AS FOLLOWS:

R. No.	Particulars	% Votes in Favour	% Votes Against
1.	Approval for Material Related Party Transaction(s)	100.00%	0.00%

TIME OF CONCLUSION: 03.50 P.M.

DATE OF ENTRY: 20-03-2021

DATE OF SIGNING: 24-03-2021

PLACE: NAGPUR

Sanklecha

NITESH SANKLECHA
MANAGING DIRECTOR