



# A B INFRABUILD LIMITED

Registered Office : 104, 1st Floor, Shubhangan CHS. Ltd., Jawahar Nagar, Near Railway Crossing, Goregaon (W), Mumbai-400 062: Tel.: 28712114  
CIN :L45202MH2011PLC214834 · website : www.abinfrabuild.com

To,  
The Manager  
Listing Department  
National Stock Exchange of India  
Exchange Plaza, Bandra-Kurla Complex,  
Bandra (E), Mumbai -400051.

Ref. : A B Infrabuild Limited (NSE Symbol: ABINFRA, ISIN: INE00YB01017)  
Sub. : Regulation 30(2) of SEBI (LODR) Regulations, 2015 – Submission of Minutes of 13<sup>th</sup> AGM.

Dear Sir/Madam,

Pursuant to Regulation 30(2) of SEBI (LODR) Regulations, 2015, we are submitting herewith the Minutes of 13<sup>th</sup> Annual General Meeting of the Company held on Friday, August 25, 2023 at 02.00 p.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

You are requested to kindly take the same in your records.

Thanking You,

Yours Faithfully,

**For A B Infrabuild Limited**

Pawan  
Radheshyam  
Prajapati  
Date: 2023.09.05  
17:55:14 +05'30'

**Pawan R Prajapati**  
**Company Secretary**

Date: 05/09/2023

Place: Mumbai

HELD AT \_\_\_\_\_ ON \_\_\_\_\_ TIME \_\_\_\_\_

**MINUTES OF 13<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF A B INFRABUILD LIMITED HELD ON FRIDAY, AUGUST 25, 2023 THROUGH VIDEO CONFERENCING (VC) / OTHER AUDIO VISUAL MEANS (OAVM), COMMENCED AT 02:00 P.M. AND CONCLUDED AT 02:12 P.M.**

**DIRECTORS PRESENT**

<b>Name</b>	<b>Designation</b>	<b>Place of Joining</b>
Mr. Amit Bholanath Mishra	Chairman & Member	Mumbai
Mr. Bharatkumar Punmaji Parmar	Whole Time Director & Member	Mumbai
Mr. Mukesh Pandey	Director & Member	Mumbai
Dr. Udayan Anantrao Chindarkar	Independent Director	Mumbai
Ms. Archana Rakesh Pandey	Independent Director	Mumbai

**INVITEE:**

Mr. Mehul Bambhroliya	Scrutinizer and Secretarial Auditor (Proprietor of M/s BMB & Associates)	Mumbai
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**IN ATTENDANCE:**

Mr. Danish Sabir Salmani	Chief Financial Officer	Mumbai
Mr. Pawan R Prajapati	Company Secretary	Mumbai

**SHAREHOLDERS PRESENT:**

No. of Shareholders as on cut-off date i.e., August 19, 2023 was 198 out of which total 15 Members were present in the meeting through video conferencing.

**CHAIRMAN**

At 02:00 p.m. Mr. Pawan R Prajapati, Company Secretary, extended a warm welcome to all the members and Directors to the 13th AGM of the Company. The members were informed that in view of maintaining social distance the meeting was held through Video Conferencing, without physical presence of the members at a common venue, as per the provisions of Companies Act, 2013 and in compliance with the circular issued by the Ministry of Corporate Affairs and SEBI. The members were further informed that the Company has taken all feasible steps to ensure that the shareholders are provided an opportunity to participate in the Annual General Meeting and vote adequately.

Mr. Amit Bholanath Mishra, Managing Director occupied the chair and then meeting commenced under his chairmanship.

**QUORUM**

Total 15 members were present on video conferencing. Since the quorum being present the meeting was called in order with the permission of the chair.

**INTRODUCTION OF DIRECTORS AND INVITEES**

The members were introduced to the Board, who were also attending the meeting through video conferencing. Further, the Chairman of Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee and the Stakeholders were also present in the Meeting. The members were also introduced to the Chief Financial Officer, Secretarial Auditor and Internal Auditor of the Company.

  
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CHAIRMAN'S INITIALS

HELD AT \_\_\_\_\_ ON \_\_\_\_\_ TIME \_\_\_\_\_

**AVAILABILITY OF STATUTORY REGISTERS FOR INSPECTION**

The Members were informed that Register of Directors & Key Managerial Personnel and their shareholding, if any, and the Register of Contracts, as required to be kept under Sections 171 and 189 of Companies Act, 2013, were available to the Members for inspection.

**NOTICE AND AUDITORS REPORT**

With the consent of the members present, the notice convening the Annual General Meeting together with the Explanatory Statement, dated August 01, 2023, the Audited Financial Statement for the year ended March 31, 2023, and the Directors' Report having already been circulated electronically to the Members, were taken as read. The members were informed that the Auditors' Report of the Company for the year ended March 31, 2023, does not contain any qualification/ adverse remarks, therefore it was taken as read. The members were also informed that the Secretarial Audit Report as issued by M/s. BMB & Associates, Practicing Company Secretary contains some qualifications for which the management has given appropriate reply in the Directors Report.

**CHAIRMAN'S ADDRESS**

The Chairman welcomed the Members and give's the speech on current market scenario, Company's Activities/ performance and appraise about the present activity and future plans of the Company.

Chairman then invited Mr. Pawan R Prajapati to carry out the further proceeding of the Meeting.

**FORMAL BUSINESS**

The Members were informed that the Board of Directors has appointed Mr. Mehul Bambhroliya, Proprietor of M/s. BMB & Associates, Company Secretary as Scrutinizer for the purpose of conducting e-voting before and during AGM, in fair and transparent manner, as stipulated under the Companies (Management & Administrative) Rules, 2014.

The members were informed that as all the resolutions set out in Notice of Annual General Meeting have already been put to vote through e-voting, the resolutions need not be proposed or seconded by shareholders at the meeting.

Pursuant to the provision of Companies Act, 2013 and the Companies (Management and Administrative) Rules, 2014, all shareholders, as on cut-off date, i.e. August 19, 2023, were provided the facility of e-voting on all the resolution forming part of the agenda of the AGM. The period for e-voting commenced on Tuesday, August 22, 2023 (9:00 a.m.) and ended on Thursday, August 24, 2023 (5:00 p.m.). The members were further informed that the e-voting facility will also be opened for members to cast their vote during and 15 minutes after the conclusion of the meeting for the Members who have not voted through the remote e-voting facility previously on the date mentioned above.

Following business was conducted at the Meeting.

**ORDINARY BUSINESS:****Item No. 1:**

**To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023 together with Reports of Board of Directors and Auditors thereon.**

The Ordinary Resolution passed is as follows:

  
\_\_\_\_\_  
CHAIRMAN'S INITIALS

HELD AT \_\_\_\_\_ ON \_\_\_\_\_ TIME \_\_\_\_\_

**"RESOLVED THAT** the audited financial statements of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon laid before this meeting be and are hereby considered and adopted."

**Item No. 2:**

**Appointment of Mr. Shreeprakash Singh (DIN-00497750), who retire by rotation and being eligible, offer himself for re-appointment as a Director.**

The Ordinary Resolution passed is as follows:

**"RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Shreeprakash Singh (DIN- 00497750), who retires by rotation at this meeting and being eligible, has offered himself for re-appointment and be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

**SPECIAL BUSINESS****Item No. 3:**

**Appointment of Ms. Archana Rakesh Pandey (DIN: 10121285) as Independent Director**

The Special Resolution passed is as follows:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modifications or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 the consent of the members be and is hereby accorded to appoint Ms. Archana Rakesh Pandey, (DIN: 10121285) as an Independent Director of the Company for a tenure of 5 (Five) consecutive years for a term upto May 25, 2028 and shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** Director(s) and or Company Secretary of the Company be and is/are hereby severally and/or jointly authorized to file the necessary e-Forms with the Registrar of Companies and to do such acts, deeds, things, etc. as may be required to give effect to the above resolution."

**Item No. 4:**

**Approval of contact/arrangement for material Related Party Transactions with various related parties.**

The Ordinary Resolution passed is as follows:

**"RESOLVED THAT** pursuant to the provisions of section 188 and other applicable provisions, if any, of the Companies Act, 2013 (as amended or re-enacted from time to time) and the Companies (Meeting of Board and its Powers) Rules, 2014 and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015 (including any statutory modification(s) or enactment therefore for the time being in force) and also pursuant to the consent of the member of the Company be and is hereby accorded to the Material Related Party Transactions with all the related parties as mentioned in the explanatory statement as entered by the Company for the financial year 2023-24 of a value of ₹ 150 Crores."

**COMMENTS AND OBSERVATIONS**

The members were informed that the company has not received any advance query from any

  
CHAIRMAN'S INITIALS

HELD AT \_\_\_\_\_ ON \_\_\_\_\_ TIME \_\_\_\_\_

**VOTE OF THANKS**

There being no other business transact, the meeting concluded at 02:12 p.m. with a vote of thanks to the chair.

Scrutinizer Report was declared on August 28, 2023. The combined results of remote e-voting and e-voting at the AGM is enclosed herewith and declared all the items/resolutions as stated in the Notice convening the 13th Annual General Meeting, as passed with requisite majority on the Date of the Meeting i.e. August 25, 2023.

DATE : 05/09/2023  
PLACE : MUMBAI



AMIT BHOLANATH MISHRA  
(CHAIRMAN)

CHAIRMAN'S INITIALS