



Through Online Filing
Ref. AIL/CS/2025-26/17

Friday, 25th July 2025

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

Symbol: ACTIVEINFR

ISIN: INE0KLO01025

Sub: Disclosure pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).

Outcome/Proceedings of the Eighteenth (18th) Annual General Meeting (18th AGM) of the Shareholders (Members) of the Company held on Friday, 25th day of July, 2025 through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') facility.

Dear Sir/Madam,

Further to our letter Ref. No. AIL/CS/2025-26/09 Dated: 23rd May, 2025 and with reference to the captioned subject, we wish to inform you that:

1. The Eighteenth (18th) Annual General Meeting of the Shareholders (Members) of the Company was held on Friday, 25th day of July, 2025 at 12:30 P.M. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"); The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company at Riaan Tower 10th Floor, Mangalwari Road, Sadar Bazar, Nagpur- 440001, Maharashtra, India.
2. The Shareholders (Members) of the Company, subject to results of e-voting, has duly noted, considered and approved the following agenda items placed before the Eighteenth (18th) Annual General Meeting of the Company:
 - i. Adoption of audited financial statements (Standalone & Consolidated) of the Company for the financial year ended 31st March, 2025 consisting of Balance Sheet as at 31st March, 2025, Statement of Profit and Loss for the year ended 31st March, 2025 and Cash Flow Statement for the year ended 31st March, 2025 together with the Notes to financial statements and the reports of the Board of Directors and Statutory Auditors including annexure thereof.

ACTIVE INFRASTRUCTURES LIMITED

(Formerly Known as Active Infrastructures Private Limited)

CIN : L45200MH2007PLC174506

Registered Office : Riaan Tower 10th Floor, Mangalwari Road, Sadar Bazar, Nagpur-440001, Maharashtra

E : investorinfo@activeinfra.in | Phone No. : +91-7030002842 | Website : <https://activeinfra.in/>

- ii. Payment of Final dividend @ 20% i.e. Re. 1.00/- (Rupee One Only) per Equity Share of Face Value Rs. 5/- each, fully paid-up, for the financial year 2024-2025 ending on 31st March 2025.
- iii. Appointment of Mr. Nitesh Sanklecha (DIN-03532145), Managing Director, who retired by rotation and being eligible, offered himself for re-appointment.

In this context, the Company hereby confirm that the appointee namely Mr. Nitesh Sanklecha (DIN-03532145), has not been debarred from holding the office of a Director of any Company by virtue of any Order of the SEBI or of any other authority and do not have any inter-se relationship with any other Director/s, Key managerial Personnel, Management and Promoters of the Company.

- iv. Appointment of M/S. V.K. Surana & Co., Chartered Accountants Nagpur (ICAI Firm Registration No. 110634W), as the Statutory Auditors of the Company for a term of five consecutive years from the Financial Year 2025 to the Financial Year 2030.
- v. Re-appointment of Ms. Asha Sampath (DIN: 02160962) as Independent Director for a second fixed term of five consecutive years.

In this context, the Company hereby confirm that the appointee namely Ms. Asha Sampath (DIN: 02160962), has not been debarred from holding the office of a Director of any Company by virtue of any Order of the SEBI or of any other authority and do not have any inter-se relationship with any other Director/s, Key managerial Personnel, Management and Promoters of the Company.

- vi. Appointment of CS Riddhita Agrawal, (ICSI Membership No: FCS 10054), as the Secretarial Auditor of the Company for a term of first fixed term of five consecutive years from the Financial Year 2025 to the Financial Year 2030.

The brief profiles of the Director sought appointment or re-appointment is attached as **Annexure-I**.

The Scrutinizer's report with results in respect of e-voting shall be submitted to the National Stock Exchange of India Limited (NSE Platform), Depository, Registrar & Transfer Agents and shall also be displayed on Company's Website i.e www.activeinfra.in within the prescribed time period.

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Please be noted that the Eighteenth (18th) Annual General Meeting of the Shareholders (Members) of the Company was commenced at 12:30 P.M. and concluded at 01:15 P.M.

It is requested to place the aforesaid information on records and do the needful. Meantime, kindly acknowledge the receipt.

Sincerely,
For ACTIVE INFRASTRUCTURES LIMITED

NITESH SANKLECHA
MANAGING DIRECTOR
(DIN: 03532145)

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ANNEXURE-I

BRIEF PROFILE OF DIRECTOR/S SEEKING APPOINTMENT / RE-APPOINTMENT:-

In pursuance of the Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards 2 (SS-2) issued by the Institute of Company Secretaries of India (ICSI), the details of Directors seeking re-appointment at the ensuing Annual General Meeting are as follows:

Name of the Director	Mr. Nitesh Vinaykumar Sanklecha	Ms. Asha Sampath
DIN (Director Identification Number)	03532145	02160962
Date of Birth	01 st July, 1979	13 th May, 1965
Date of Appointment as Director	01 st June, 2024	11 th November, 2020
Nationality	Indian	Indian
Qualifications	B. Com, C.A., PhD (Commerce and Management)	B.Com, C.A., C.S.
Brief Profile	Mr. Nitesh Sanklecha, is the Managing Director of our Company. He holds a bachelor's degree in Commerce from Nagpur University and a Ph.D. in Commerce and Management from Rashtrasant Tukadoji Maharaj Nagpur University. He has also completed C.A from the Institute of Chartered Accountants of India. He has been on the Board of our Company since June 1, 2024. He had given consultations to Raison Group of Institutions, Nagpur for 17 years wherein he took up roles in Construction Project Management, Stores Management, Procurement	Ms. Asha Sampath, is a Chairperson and Non-Executive, Independent Director of our Company. She holds a bachelor's degree in Commerce from Bangalore University and has completed the 'Digital Transformation' programme from Indian School of Business. She has been on the Board of the Company since November 11, 2020. Asha is a Fellow of the Institute of Chartered Accountants of India and as Associate of the Institute of

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	Management and Accounts Management among others. He was also involved in the completion of various projects such as schools, college buildings, hostels, institutes and residential projects in Nagpur, Pune, Saikheda, Amravati etc.	Company Secretaries of India. She has over 25 years of experience in executive leadership and board roles across sectors and international geographic regions in B2B manufacturing and holds an ESG Certification from the Institute of Directors. She runs Brand Horizon, a marquee Brand Consulting firm and is currently serving as a Director in Shradha Infraprojects Limited and Globalspace Technologies Limited. She has also previously has served as the Managing Director of Endeka Ceramics India Private Limited, as the Independent Director at Toyota Financial Services India Limited, as General Manager for startup projects in India and Indonesia and was the Finance Controller and Company Secretary at Johnson Matthey among various other roles.
Expertise in Specific Functional Area	Expertise in Administration and Management of the Companies Affairs.	Expertise in Administration and Management of the Companies Affairs.
Number of Shares held in the Company	NIL	NIL
List of the Directorship held in other companies	1. Shradha Infraprojects Limited 2. Achievers Ventures Private Limited 3. Gaya Railway Infra Private Limited 4. SGR Ventures Private Limited	1. Shradha Infraprojects Limited 2. Globalspace Technologies Limited

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Chairman / Member in the Audit and Stakeholders Relationship Committees of Board of other Companies in which he/she is the Director	NIL	03
Disclosure of relationship between directors (inter-se)	Not related to any Director, Manager or other Key Managerial Personnel of the Company	Not related to any Director, Manager or other Key Managerial Personnel of the Company

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PROCEEDINGS OF THE EIGHTEENTH (18TH) ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY – ACTIVE INFRASTRUCTURES LIMITED (FORMERLY KNOWN AS ACTIVE INFRASTRUCTURES PRIVATE LIMITED) HELD ON FRIDAY, THE 25TH DAY OF JULY, 2025 AT 12:30 P.M. (12:30 HRS) THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO VISUAL MEANS (“OAVM”) AT THE DEEMED VENUE AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT - “RIAAAN TOWER” 10TH FLOOR, MANGALWARI ROAD, SADAR BAZAR, NAGPUR-440001, MAHARASHTRA, INDIA.

NAME OF THE COMPANY : ACTIVE INFRASTRUCTURES LIMITED
(FORMERLY KNOWN AS ACTIVE INFRASTRUCTURES LIMITED)

SERIAL NUMBER OF THE MEETING : EIGHTEENTH (18TH) ANNUAL GENERAL MEETING OF THE FY 2024-2025 OF THE MEMBERS OF THE COMPANY

TYPE OF THE MEETING : ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY

DAY & DATE OF THE MEETING : FRIDAY, THE 25TH JULY , 2025

TIME OF COMMENCEMENT OF THE MEETING : 12:30 P.M.

DEEMED VENUE OF THE MEETING : “RIAAAN TOWER” 10TH FLOOR, MANGALWARI ROAD, SADAR BAZAR, NAGPUR - 440001, MAHARASHTRA, INDIA.

PRESENT:

Ms. Asha Sampath	Chairperson, Non-Executive, Independent Director	Through Video Conferencing From Bengaluru
Mr. Nitesh Sanklecha	Managing Director	Through Video Conferencing From Nagpur
Mr. Shreyas Rasoni	Non-Executive, Non-Independent Director	Through Video Conferencing From Nagpur



Mr. Gaurav Balkrishna Sharma	Non-Executive, Independent Director	Through Video Conferencing From Nagpur
Mr. Akshay Bharat Thakkar	Non-Executive, Independent Director	Through Video Conferencing From Nagpur
Mr. Chandrakant Waikar	Non-Executive, Non-Independent Director	Through Video Conferencing From Nagpur
ALSO PRESENT:		
Ms. Aanchal Tembhre	Company Secretary	Through Video Conferencing From Nagpur
Mr. Shrikant Huddar	Company Secretary and Authorised Representative of Holding Company – Shradha Infracore Limited	Through Video Conferencing From Nagpur

The Authorised Representatives of Statutory Auditors, Secretarial Auditors and Internal Auditors were also present.

Members present through Video conferencing/ other Audio visual Means: 21 (Twenty One)

PROCEEDINGS:

STATUTORY RECORDS AND REGISTERS:

The Statutory records, Statutory Register/s and such other documents as required to be maintained by the Company were made available as per the provisions of law.

CHAIRPERSON OF THE MEETING:

As per Article 67 of the Articles of Association of the Company, the Chairperson of the Board shall preside as Chairperson at every general meeting of the Company. Accordingly, Ms. Asha Sampath, took the chair as the Chairperson and presided over the 18th (Eighteenth) Annual General Meeting of the Company held through Video Conferencing / Other Audio Visual Means, without the physical presence of the Members at a common venue, as per the provisions of the Companies Act, 2013, the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Circulars issued by the Ministry of Corporate Affairs.

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QUORUM:

Requisite valid quorum i.e. minimum Fifteen (15) members were present through Video Conferencing/Other Audio-Visual Means at the commencement of the meeting, the Chairperson declared the meeting open and welcomed the members present. Since there was no physical attendance of Members and in compliance with the Circulars issued by the MCA, Members were informed that the requirement of appointing proxies is not applicable. The requisite valid quorum was also present while continuation of the meeting and transacting all the business agenda items.

INTRODUCTION:

Total 6 (Six) Directors of the Company were present at the Meeting through Video Conferencing from the various locations of cities in India. The Chairperson welcomed the Directors and introduced them to the Members.

The Members were further informed that, representatives of Statutory Auditors, Internal Auditors, Secretarial Auditors and Scrutinizers for processing the remote e-voting and the e-voting at the AGM, were also present at the Meeting through Video Conferencing.

The Members were also informed that the respective Chairman of the Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee, Stakeholders Relationship Committee and Management Committee were present at the meeting. The Company Secretary of the Company was also present.

CHAIRPERSON'S SPEECH:

In her address, the Chairperson reflected that amidst evolving market dynamics and rapid technological progress, Active Infrastructures Limited delivered a commendable performance. One of the most defining moments of the year was the successful launch Initial Public Offering (IPO) on the NSE Emerge platform — a milestone that marks the transition into a new era of transparency, accountability, and growth. The trust and support of the clients, partners, employees, and shareholders was instrumental in enabling the management to create sustainable value.

The Financial year 2024–25 had been significant — not only due to external developments, but also due to key internal transformations and initiatives that laid the groundwork for future expansion. As the Company steps into Financial year 2025–26, the Company does so, with confidence, purpose, and a clear strategic direction to build upon this momentum.

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MANAGING DIRECTOR'S SPEECH:

The Managing Director, Mr. Nitesh Sanklecha, in his statement, informed the members of the company's overall financial performance on both a stand-alone and consolidated basis. He also provided information on the Company's ongoing projects and business prospects for the future.

The Standalone Financial summary of the Company for the FY 2024-25 was as per following:

- Revenue from operations and other income for FY 2024-25 stood at ₹3,663.10 lakhs, as against ₹5,901.29 lakhs in FY 2023-24.
- Profit Before Tax stood at ₹751.70 lakhs, compared to ₹1,027.61 lakhs in the previous year.
- Net Profit for FY 2024-25 was ₹568.74 lakhs, compared to ₹761.66 lakhs in FY 2023-24.
- Earnings per Share (EPS) stood at ₹5.27, as against ₹7.11 in the preceding year.

Further, the total Consolidated Financial summary of the Company for the FY 2024-25 was as per following:

- Total consolidated revenue from operations and other income was ₹9,049.88 lakhs in FY 2024-25, compared to ₹9,743.06 lakhs in FY 2023-24.
- Consolidated Profit Before Tax rose to ₹1,743.88 lakhs, up from ₹1,242.89 lakhs in the previous year.
- Consolidated Net Profit increased to ₹1,309.19 lakhs, compared to ₹881.27 lakhs in FY 2023-24.
- Consolidated EPS improved to ₹8.79, as against ₹8.48 last year.

The Board of Directors are actively evaluating expansion opportunities beyond the existing markets, with the objective of scaling operations while maintaining execution quality and financial prudence. The focus remains on building world-class infrastructure assets that create value for communities and stakeholders. The Board believes that this strategic expansion will be both prudent and beneficial for the Company's growth.

Mr. Nitesh Sanklecha, while recognizing the widespread support from all stakeholders, assured the Members that the Company is in capable hands and is on a path to achieving excellence.

NOTICE CONVENING THE EIGHTEENTH (18TH) ANNUAL GENERAL MEETING:

The Notice convening the Eighteenth (18th) Annual General Meeting of the members of the Company scheduled to be held on Friday, the 25th day of July, 2025 at 12:30 P. M. through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM'), was already issued and circulated to the members of

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the Company and hence the notice of the Annual General Meeting was taken as read with the consent of all.

REPORT OF THE STATUTORY AUDITORS:

The Independent Auditors' Report for the financial statement/s (Standalone & Consolidated) of the Company forming an integral part of the Eighteenth (18th) Annual Report of the Company, was already issued and circulated to the members of the Company and other/s, entitled to receive the same and with the consent of the members present in the meeting, the Independent Auditors' Report/s of the Statutory Auditors' for the financial statement/s (Standalone & Consolidated) of the Company for the Financial Year 2024-25 were taken as read.

E-VOTING:

The Company Secretary informed the members, that as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 including amendment thereof and as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [Listing Regulations], Members were provided with the facility to cast their vote on the resolutions proposed to be passed in this Annual General Meeting (AGM) by electronic means (remote e-voting) as well as e-voting in the AGM.

For the said purpose, the company had tied up with the e-voting system of (CDSL) Central Depository Services Limited for facilitating voting through electronic means as the authorized agency. The company had provided remote e-voting facility to all the persons who were members on Friday, 18th July, 2025 (cut - off date), being the cutoff date for vote on all the 06 (total resolutions) resolutions set out in the notice of AGM. The e-voting facility was kept open from Tuesday, the 22nd July 2025 at 09:00 Hrs. and ended on Thursday, 24st July 2025 at 17:00 Hrs. During the said period, Members of the Company, holding shares either in physical or dematerialized form casted their votes electronically.

Further the Company Secretary informed the members that the facility for e-voting was available at the AGM for the members who are present and did not cast their votes through remote e-voting.

Thereafter the following business items as set out in the Notice of Eighteenth (18th) Annual General Meeting dated 23rd May, 2025 were taken up by the Chairperson for consideration of the members of the Company present.

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Business as per Notice:	
<u>Ordinary Businesses:</u>	
<u>Item No. 01</u>	Adoption of the Annual Audited Financial Statements (Standalone and Consolidated) of the company for the financial year ended March 31, 2025 including the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss and the Cash Flow Statement for the financial year ended on that date and reports of Board of Directors and Auditors thereon: Ordinary Resolution
<u>Item No. 02</u>	Declaration of final dividend of Re. 1/- per Equity Share of Rs. 5/- each for the financial year ended March 31, 2025: Ordinary Resolution
<u>Item No. 03</u>	Re-appointment of Mr. Nitesh Sanklecha (DIN 03532145), Managing Director, who retires by rotation and being eligible, offers himself for re-appointment: Ordinary Resolution
<u>Item No. 04</u>	Appointment of M/S. V.K. Surana & Co., Chartered Accountants Nagpur (ICAI Firm registration no. 110634w), as the statutory auditor of the company for a term of five consecutive years from the financial year 2025 to the financial year 2030: Ordinary Resolution
<u>Special Businesses:</u>	
<u>Item No. 05</u>	Re-Appointment of Ms. Asha Sampath (DIN: 02160962) as Independent Director for a second fixed term of five consecutive years: Special Resolution
<u>Item No. 06</u>	Appointment of CS Riddhita Agrawal, (ICSI Membership No: FCS 10054), as the Secretarial Auditor of the company for a term of first fixed term of five consecutive years from the financial year 2025 to the financial year 2030: Ordinary Resolution

E- VOTING PROCESS IN THE MEETING AND SCRUTINIZER'S REPORT:

The Company Secretary once again informed the members that the proposed resolutions are open for e-voting. She further informed that only those Members of the Company who have not voted through 'remote e-voting' facility and are attending this Annual General Meeting can cast their votes through e-voting system in the AGM and up to 15 minutes after the conclusion of the AGM.

The Company Secretary also informed the members that the outcome of the voting will be the cumulative count of the valid votes cast through remote e-voting and e-voting in the AGM. The

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Company Secretary added that, the Scrutinizer shall submit their report, as per the provisions of the Companies Act, 2013 ('Act') read with Rules made there under. The Scrutinizer's Report shall be based on the results of the remote e-voting and e-voting in the AGM. The results of the aforesaid Six (06) Ordinary / Special Resolution/s shall be declared as per the provisions of the Act read with Rules made there under by the Chairperson of the Meeting or the person authorized by him for the purpose.

The consolidated results of remote e-voting and e-voting in the AGM, so declared as per the provisions of the Act read with Rules made there under, shall be posted on the website of the Company as well as on the website of the Stock Exchange, CDSL and RTA of the Company within 2 working days from the conclusion of the AGM.

In terms of the provisions of the Act, read with the Rules made there under, the resolutions passed by e-voting including remote e-voting shall be treated as passed or approved in the Eighteenth (18th) Annual General Meeting of the members of the Company.

QUERY AND CONCERNS RAISED BY THE SHAREHOLDERS AND THEIR RESOLUTION:

Members seeking information with regard to the accounts or any matter to be placed at the AGM, were requested to write to the Company from Monday, 07th July, 2025 till Tuesday, 15th July, 2025 at the registered e-Mail ID on investorinfo@activeinfra.in. The same were duly replied.

VOTE OF THANKS:

The Chairperson then declared the meeting as closed. The meeting was concluded with a vote of thanks to the Board, Members and Invitees present at the meeting.

TIME OF CONCLUSION OF MEETING : 01:15 P. M.

For ACTIVE INFRASTRUCTURES LIMITED

NITESH SANKLECHA
MANAGING DIRECTOR
(DIN: 03532145)

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